

# BYLAWS OF THE FRAZIER PARK 4-WHEEL DRIVE CLUB

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## ARTICLE I - NAME

The name of the Club shall be Frazier Park 4-Wheel Drive Club. For the purpose of these bylaws, Frazier Park 4-Wheel Drive Club shall be referred to as the Club.

## ARTICLE II - PURPOSE

A. The purpose of this Club as organized are:

- a. To explore, maintain, preserve, and enjoy, with our fellow Club members, the remote portions of our state.
- b. To bring together and promote the interest of four wheeling.
- c. To be readily available, when called upon, to help in emergencies where our four wheel drive (4WD) vehicles and personnel are needed:
  - i. To promote the conservation of the natural environment.
  - ii. To work in conjunction with the Los Padres Forest Service in maintaining the 4WD campsites known as Cherry Creek, Salt Creek, and Pleito Creek as part of the Adopt A Trail Program.
  - iii. To support motorized OHV recreation in all its' various forms.
  - iv. To maintain and support access to public and private backcountry recreation areas.

B. This Club shall operate without profit, shall be non-partisan, non-sectarian and non-discriminatory.

## ARTICLE III - MEMBERSHIP

### Section 1 - Voting Members

Persons seeking membership in this Club as regular Voting members must meet the following requirements:

1. Be an owner of a 4WD vehicle.
2. Be a legally licensed driver at least 18 years of age.
3. Must show proof of adequate liability insurance and legal registration.
4. Must apply in person at a General meeting, having completed an application form and being recommended by a current Voting member, then be approved by a two-thirds (2/3) vote of the members present. Any applicants or guests present will be excused during the actual vote at the discretion of the chair.
5. Must pay the appropriate club dues at the time of acceptance.
6. Must become a member of California Association of 4 Wheel Drive Clubs, Inc. (CA4WDC) and provide evidence of membership to the treasurer within 30 days Club membership.

The above articles of Voting members shall be reconsidered by the Board of Directors (BOD) and presented to the membership for approval on the anniversary of the annual election. The purpose of this review will be to assess the possibility of a more or less restrictive or expanded list of the requirements, or a numerical limitation on Club membership.

### Section 2 - Associate Members – Commercial

By nomination of the BOD and by simple majority (51%) vote of the membership, any suitable person or business may be elected to Associate membership in the Club, shall pay One Hundred Fifty dollars(\$150.00) dues, shall not be entitled to vote, and shall not be entitled to hold any office of the Club. Associate Membership dues shall be due on the anniversary of their acceptance, not to exceed one (1) calendar year.

**Section 2A - Associate Members - Individual**

By individual request and completion of the appropriate membership form, an individual not meeting the vehicle requirement(s) may request membership as this category. This individual must be approved by a simple majority vote of the membership. This category of membership is limited to a total, not to exceed 50% of the Voting Membership quantity (e.g. 30 members, max of 15 Associate - Individual members.) The dues for this category are Ten dollars (\$10.00) per year for an individual, Twenty dollars (\$20.00) a year for a family. These members must join California Association of 4 Wheel Drive Clubs, Inc. (CA4WDC). Any break in the dues/membership requirement must re-apply. This category of membership may attend all Club functions/activities; will receive a Newsletter and Club mailings; and will NOT have a Vote on Club Business.

**Section 3 - Honorary Members**

By nomination of the BOD and simple majority vote of the membership, any suitable person or business may be elected to Honorary membership in the Club, shall pay no dues, shall not vote, and shall not be entitled to hold any office in the Club. Honorary membership shall not exceed one calendar year unless extended by majority vote of the membership on the anniversary of the Honorary Members acceptance.

**Section 4 - Charter Members**

Those members listed herein are Charter members of the Club and have been continuously since the inception of the Club or during the calendar year of 2004. They shall be entitled to vote and hold office in the Club so long as their membership dues are paid, they meet the original membership requirements, and are otherwise in good standing.

**LIST OF CHARTER MEMBERS**

<b>Phil &amp; Norma Aaland</b>	<b>Tommy Hastings</b>
<b>Donny &amp; Beth Billesbach</b>	<b>Joe Hock</b>
<b>Daniel Caverhill</b>	<b>Laura Koebrick *</b>
<b>Deborah Caverhill</b>	<b>Thomas Kokinakis</b>
<b>Kenneth Caverhill, Jr</b>	<b>William Madewell</b>
<b>Kenneth Caverhill, Sr *</b>	<b>Renee Modugno</b>
<b>Michael Caverhill</b>	<b>Wayne Scott</b>
<b>John Cavey, Jr.</b>	<b>James Weaver *</b>
<b>John Cavey, Sr.</b>	<b>Pam Wheeler *</b>
<b>Kenny Hastings</b>	

\* Denotes Club Officer

**Section 5 - Dues**

1. Annual dues of Ten dollars (\$10.00) for an individual, Twenty dollars (\$20.00) for a family are due the 1<sup>st</sup> of June every year.
2. Dues are payable in full at the General meeting at the time the member joins and will be pro-rated at One dollar (\$1.00) a month for an individual, Two dollars (\$2.00) a month for a family, until June 1<sup>st</sup>, at which time the full annual membership will become due.
3. Dues must be paid within thirty (30) days of the due date. Members not paying dues by the end of sixty (60) days will be dropped from the mailing list and the membership roster and can only be reinstated by making written or personal request to the BOD and paying a five dollar (\$5.00) late fee along with regular dues.
4. The Treasurer will be at the meeting fifteen (15) minutes before or after to collect payments and provide receipts.

**Section 6 - Membership Rules**

1. Each individual membership is for one person, each family membership includes the immediate family/household.
2. Each member is responsible for their guest's, children's, and pet's conduct at all Club sponsored events and/or meetings.
3. All members must conduct themselves in a reasonable, respectable, and orderly fashion.
4. All members must abide by all local, State and Federal laws.
5. All members attending/participating in Club events must abide by Club rules.

**Section 7 - Termination of Membership**

A. Causes of Termination. The membership of any member of any classification shall be terminated upon the occurrence of any of the following events:

1. The resignation of the member.
2. Failure of a member to pay dues, fees, or assessments within sixty (60) days of the due date as set forth in Article III, Section 5.3
3. The expulsion of the member based upon good-faith determination by the BOD that the member has failed in a material and serious degree to observe the Club's rules and conduct, or has engaged in conduct materially and seriously prejudicial to the purposes and interests of the Club.

B. Suspension of Membership. A member may be suspended on the good-faith determination by the BOD that the member has failed in a material and serious degree to observe the Club's rules and conduct, or has engaged in conduct materially and seriously prejudicial to the purposes and interests of the Club. A member whose membership is suspended shall not have any membership privileges during the period of suspension.

C. Procedure for Expulsion. If grounds appear to exist for the expulsion or suspension of a member under subsection A and/or B of Article III, Section 7, the procedure set forth below shall be followed:

1. The member shall be given fifteen (15) days prior notice of the proposed expulsion or suspension. Notice shall be given by any method reasonably calculated to provide actual notice. Any notice given by mail shall be sent by registered mail to the last address as shown on the Club's records.
2. The member shall be given an opportunity to be heard, either orally or in writing, at least five (5) days prior to the effective date of the proposed expulsion or suspension. The hearing shall be held, or the written statement considered, by the BOD, or a committee authorized by the BOD, to determine whether the expulsion or suspension should take place.
3. The BOD shall decide whether or not the member shall be expelled, suspended, or sanctioned in some other way. The decision of the BOD shall be final.
4. Any action challenging the expulsion, suspension, or termination of membership, including a claim alleging defective notice, must be commenced no later than ninety (90) days after the date of expulsion, suspension, or termination.
5. Members leaving this Club under unfavorable conditions shall return all evidence of Club membership and must wait six (6) months before application for new membership.

**Section 8 - Vehicles**

Upon sale or transfer of a vehicle, members must remove all Club emblems and/or decals from said vehicle.

**Section 9 - Transfer of Membership**

Neither a membership nor any membership right may be transferred to any individual, club, company or corporation except as authorized by the BOD.

## **ARTICLE IV - MEETINGS**

### **Section 1 - General Meetings**

General meetings of the Club shall be held on the first Wednesday of each month at a place selected by the BOD. Changes to the time and/or place of the General meeting shall not be made unless notice is given to the members not less than one month prior to such action.

### **Section 2 - Annual Meeting**

A. The Annual meeting will be June meeting of each year. Notice of the Annual meeting shall be mailed by the secretary to every member of the Club at least two (2) weeks before the date of said meeting. The Club newsletter may serve as notification.

B. The order of business at the Annual meeting shall be:

1. Minutes of the previous meeting
2. Reports of the Club Officers and BOD
3. Accomplishments of the past year and progress reports
4. Nominations for new Club Officers
5. Hold elections

### **Section 3 - Special Meetings**

A Special Meeting of the Club may be called by the BOD, or whenever one-third (1/3) of the Voting members of the Club shall make a written request to the President for the same, specifying the reason for the meeting, provided not less than five (5) days written notice of said special meeting be provided to all members.

### **Section 4 - Conduct of Meetings**

All meetings shall be conducted according to the parliamentary laws in "Robert's Rules of Order". Open discussion from the floor on all measures shall be permitted and encouraged.

### **Section 5 - Board of Directors Meetings**

The BOD will meet 45 minutes prior to the general meeting, allowing 1/2 hour for the Board to conduct Club business prior to each general meeting. Doors to the General Meeting will open 15 minutes prior to the scheduled start time. The BOD shall also meet as necessary at the direction of the Club or when four (4) or more Directors shall call for said meeting. Committee Chair persons or their surrogate, reference Article XI.A, may attend BOD meetings for informational purposes only.

NOTE: Emergency meetings shall be held within five (5) days of notice.

## **ARTICLE V - VOTING & QUORUMS**

### **Section 1 - Definition of a Voting Member**

Voting members are defined as having met the requirements of Article III, Section 1 and Section 5, and are identified on a membership application as the applicant. An individual membership has one vote, and a family membership has no more than two votes.

### **Section 2 - Who May Vote**

Only Voting members may cast votes for election of Club Officers, changes to bylaws, official Club business, and formal motions at General meetings.

### **Section 3 - Quorum at General Meetings**

For the purpose of voting at General meetings, all Voting members present shall constitute a quorum.

### **Section 4 - Quorum at BOD Meetings**

Two-thirds (2/3) of the membership of the BOD shall constitute a quorum and a simple majority (51%) vote of the Directors present shall prevail.

## **ARTICLE VI - MANAGEMENT**

The management of the Club shall be vested in the President, Vice-President, Secretary, Treasurer, and Directors, which, along with the Past President, constitute the BOD.

## **ARTICLE VII – CLUB OFFICERS & HOW ELECTED**

- A. The President, Vice-President, Secretary, Treasurer, and Directors shall be elected by vote of the Club members at the Annual meeting for a period of one (1) year. Terms are limited to two (2) consecutive years in each office.
- B. Club Officers are elected by voting in person at the Annual meeting or by mail vote. Mail votes must be received no later than 5 p.m. on the day of the Annual meeting. Conditions and methods for a mail vote will be established by the BOD.
- C. In the event of a vacancy in any office except for the President, the BOD shall appoint a member in good standing to fill the vacancy until the next Annual election.

## **ARTICLE VIII - DUTIES OF CLUB OFFICERS**

### **A. Board of Directors**

1. The BOD shall have the power to manage all affairs of the Club on any and all questions relating in any manner whatsoever to the Club, and to make all contracts necessary for the proper transaction of all business. They shall have entire jurisdiction over all matters pertaining to the care, conduct, control, supervision, and management of the Club and its finances. All appropriations shall be made by them, provided, however, that the regular membership has final control and direction over all affairs of the Club and may, by motion, veto the decisions and actions of the BOD. Veto of any BOD action shall be by simple majority vote of all eligible Voting members. A veto action may be initiated at any General meeting by motion, carried by a simple majority vote of Voting members present at said meeting. A notice of pending veto action shall be made to all Voting members within five (5) working days of a veto motion. The veto vote will be carried out at the next General meeting and can by same motion be supplemented by a mail vote.
2. It shall be the duty of the BOD to prescribe and publish rules regulating the use, the care, and protection of any Club property. An annual inventory of Club resources/properties and their disposition will be presented to the membership at the annual meeting. The official inventory will be maintained by the Secretary.
3. Any officer or member of the BOD who shall be absent from TWO (2) consecutive BOD or General meetings, shall be deemed to have resigned as a member of the BOD or Club officer unless he/she has made notification, prior to any absence, to the BOD or Club officials. Any reports or documentation that was to be presented at a meeting that is missed will be given to another Club official or member for presentation at the meeting for which it was originally scheduled.
4. The BOD shall have the following specific powers:
  - a. To appoint Delegates to the different associations of which this Club may be a member for the purpose of conferring with any association with respect to any matter this Club may be concerned.
  - b. To make rules for the conduct of the members of the Club and for their use of Club property.
  - c. To suspend or expel a member for any conduct in violation of rules or behavior improper or prejudicial to the interest of the Club.
  - d. To fix and enforce penalties for violation of Club rules.
  - e. To prescribe rules for the admission of strangers and/or guests to the privileges of the Club.
  - f. To call Special meetings of the Club to consider special subjects.
  - g. To prescribe additional duties for any Club Officers in addition to those herein set forth.

### **B. President**

The President shall preside at all meetings of the Club and the BOD and shall enforce all laws and regulations of the Club. He/she shall perform such other duties as shall be imposed upon him/her by resolution of the BOD. The President shall, along with the Treasurer and any other BOD member, sign all written contracts and obligations of the Club. The President shall have the power to appoint committees whenever it becomes necessary. The President shall appoint a sergeant-at-arms at the beginning of each meeting.

### **C. Vice-President**

In the absence of the President, his/her duties shall be performed by the Vice-President. In the event the President is unable to perform his/her assigned duties, the Vice-President shall assume the duties of the President for the remainder of his/her term and the BOD shall appoint a member of the Club to fill the office of the Vice-President until the next Annual election.

D. Secretary

The Secretary shall keep minutes and other official reports of the Club. The Secretary shall keep records, books, documents and papers relating to the Club in such place as shall be designated by the BOD. The Secretary shall perform other duties as may be assigned by the BOD. The Secretary shall maintain the inventory records of Club resources and properties, presenting same at the Quarterly Meeting.

E. Treasurer

The Treasurer shall keep an account of all moneys received by him/her and deposit same in the name of the Club in such a bank as designated by the BOD. He/she shall not pay out any money of the Club except in such a manner and for any purpose as shall be authorized by motion or resolution of the BOD and approved by a simple majority vote of the membership. The Treasurer shall not be responsible for money or funds the Club has paid out or distributed upon check or vouchers, therefore, which have been properly signed by any of the following Club Officers: the Treasurer, the President, or the Vice-President. He/she shall make a statement of the financial condition of the Club, including past expenses, current balance and current liabilities at each general meeting. The membership, by motion, shall approve said report. He/she shall submit a detailed report of the financial condition of the Club at the Annual meeting prepared by accountants or a finance committee designated by the BOD.

The Treasurer shall be the Membership Committee Chairperson, ensuring a list of members is kept and a new list is made for distribution to the Club periodically. He/she shall also keep any individual member files that may be determined necessary; e.g. accounts receivable, safety documentation, etc., and he/she will make written notification to newly elected Honorary and/or Associate Members who are not required to be present at their acceptance.

## **ARTICLE IX - SUSPENSION**

- A. Any member who shall fail to pay Annual dues within sixty (60) days after the same becomes due and payable, or shall fail to pay any indebtedness to the Club within thirty (30) days after a bill for same has been rendered, shall be suspended from all privileges of the Club.
- B. Any member, who shall conduct themselves in an irresponsible manner that, in the opinion of the BOD, is not in the best interest of the Club or, when such actions bring discredit upon the Club, shall be subject to suspension at the discretion of the BOD.

## **ARTICLE X - AMENDMENTS**

- A. Amendments to these bylaws may be made at the Annual meeting, or at a meeting called for this purpose by a two-thirds (2/3) vote of all members present. Written notice of the proposed amendments shall be submitted to the BOD and notice of the proposed amendments shall be provided to all members by the Secretary. An announcement published in the Club newsletter shall be considered sufficient notice of proposed amendments.
- B. The Director at Large will have the responsibility of establishing and maintaining the Bylaws Committee. The Bylaws Chairperson shall receive and screen proposals for proper wording, spelling, punctuation, etc., but shall make no judgment as to the context or validity of a proposal. The Bylaws Chairperson shall compile all proposals and submit same to the Voting members not later than two (2) weeks prior to the Annual meeting.
- C. Voting on bylaws changes may be done by mail with the conditions and methods of carrying out a mail vote established by the BOD.

## **ARTICLE XI - COMMITTEES AND REPRESENTATIVES**

- A. Standing Committees
  - a. Conservation/Public Relations
  - b. Bylaws
  - c. Trails/Events
  - d. Safety
  - e. News Letter Editor
- B. Optional Committees
  - Optional committees will be appointed on an as-needed basis; e.g. Nominating, Search and Rescue, etc.
- C. The above committees' chairpersons shall, upon approval, be appointed by the President not later than the second meeting. The appointed chairpersons shall appoint the rest of his/her committee not later than the first General meeting following his/her appointment.

## **ARTICLES XII - SAFETY**

The Safety committee shall have the freedom to prescribe safety requirements for the Club's events. The Safety committee will provide these requirements to the BOD for a vote at the next BOD meeting. All members of the Club wishing to participate in an event shall follow the requirements prescribed by the Safety committee. Unless otherwise identified, all safety requirements specified by CA4WDC will be enforced on any trail run or event by the trail leader or the safety officer. Any vehicle failing to meet these minimum requirements will be disqualified for that event or run.

These are the Bylaws of Frazier Park 4-Wheel Drive Club in their entirety.