

***KETTLE MORAINÉ ATV
ASSOCIATION, INCORPORATED
BY-LAWS***

KETTLE MORAINÉ ATV ASSOCIATION BY-LAWS

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KETTLE MORAINÉ ATV ASSOCIATION

BY-LAWS

Dated: 06-01-06

Revised: ??-??-????

ARTICLE I – ORGANIZATION

Section 1.1-Name

The organization shall be known as the Kettle Moraine ATV Association, hereinafter referred to as KMATVA.

Section 1.2-Location

The organization shall be located in Washington County; State of Wisconsin.

Section 1.3-Purpose

Promote All-Terrain Vehicle (ATV) and Utility Terrain Vehicle (UTV) recreation as a safe and social experience while fostering a positive public image.

Section 1.4-Vision

An organization, which pursues and addresses the issues and opportunities for future local ATV/UTV recreation.

Section 1.5-Objectives

- a. Provide a positive public image promoting the safe operation of ATV/UTV's.
- b. Provide social activities promoting ATV/UTV fun and the family aspect of ATV/UTV riding.
- c. Promote and provide additional ATV/UTV safety training.
- d. Promote and foster environmental friendly ATV/UTV operation.
- e. Develop and sponsor ATV/UTV events.
- f. Develop local ATV/UTV trail and/or ATV/UTV Park.
- g. Sponsor/support an "ATV/UTV Accident Reduction Program"
- h. Develop a club that will attract and retain a strong, supportive and active membership.
- i. Support and provide club personnel for the ATV/UTV Trail Patrol Ambassador program.
- j. To build a strong club with appropriate direction and leadership that benefits the economy and the community at large.

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ARTICLE II-MEMBERSHIP

Section 2.1

Membership is open to anyone who is interested in the sport of **ATV/UTVing**.

Section 2.2

Membership shall be determined on a non-discriminatory basis, without regard to age, sex, race, religion or national origin.

Section 2.3

A KMATVA application for membership to KMATVA shall be submitted to the secretary of the club.

Section 2.4

Membership in KMATVA is from January 1 of each calendar year to December 31 of that calendar year.

Section 2.5

~~The KMATVA Board of Directors at the annual Board of Directors meeting shall set the annual membership categories for each subsequent year and present them at the annual membership meeting.~~

Section 2.6

Member in good standing is defined as a KMATVA member of record who has maintained their membership dues, has abided by club by-laws and has demonstrated active support of club activities.

Section 2.7

Membership in KMATVA may be cancelled upon failure to pay membership dues or because of actions not consistent with the by-laws of KMATVA. Cancellation based on actions not consistent with the by-laws will be based on a **minimum 5/9 vote of the Executive Committee.** ~~3/5 vote from the Board of Directors.~~

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ARTICLE III-DUES

Section 3.1

The ~~Executive Committee Board of Directors at~~ prior to ~~the annual Board of Directors meeting shall~~ the end of the calendar year may set membership dues for each subsequent year and present them at ~~the annual~~ a general membership meeting ~~prior to the subsequent calendar year.~~

Section 3.2

Annual membership dues are to be paid by KMATVA members before the month of January of each year ~~or~~ and received with the application for membership.

Section 3.3

Termination from KMATVA, either voluntary or involuntary, will result in NO REFUND OF DUES.

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ARTICLE IV-MEETINGS

Section 4.1-General Meeting info

- A. All KMATVA meetings shall be conducted in accordance with Roberts Rules of Order.
- B. Notice of the time and place of ~~all~~ meetings shall be posted on the KMATVA web site **when practicable.** (~~Web site to be determined at a later time~~)
- C. Every adult member in good standing and eligible to vote shall have the right to vote at the regular membership meetings.
- D. A parent ~~or~~ legal guardian **or parent/legal guardian approved adult** must supervise any KMATVA member under the age of 18 attending a KMATVA meeting, function or event.
- E. KMATVA members and guests attending KMATVA meetings, functions, rides, or events attend at their own risk. KMATVA and its members are not responsible for any accidents, damage or injury that occurs during a KMATVA meeting, function, ride or event.

Section 4.2-Membership Meetings

A. Annual Meeting

- 1. The Annual Meeting of the members of the club shall be held between January 1 and March 31 of each year at the time and place designated by the **Executive Committee** ~~Board of Directors~~. The Major business of the meeting shall be the election of the Board of Directors and Officers.
- 2. Notice of the time and place of the Annual Meeting shall be posted on the KMATVA website at least 30 calendar days before the meeting date. All other meeting times and places shall be communicated at each meeting.

B. Regular Meetings

- 1. Regular Meetings of this clubs members shall be held no less than quarterly and no more than monthly at the time and place designated by resolution at the previous meeting or as designated by the President, or the Board of Directors.
- 2. Members present at any Regular Meeting of the membership shall require a majority vote of those active members present. Each member present shall be entitled to one (1) vote per individual and two (2) per family membership provided both spouses are present. Those in attendance and under the age of majority (18) shall not be entitled to a vote.

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C. Special Meetings

1. Special Meetings of the club may be called by the Board of Directors, the club President, or by and for a group of thirty-four (34) percent of the active members in good standing by giving at least seven (7) days written notice to the secretary of the date, time, place and purpose of such special meetings. No other business but that specified in the notice may be transacted. Notice of the date, time, place and purpose of the meeting shall be posted on the KMATVA website as soon as possible before the special meeting.

D. Committee Meetings

1. Committee Meetings of the club may be called by the Board of Directors, the club President, or by the active committee chairperson(s). Business for Committee Meetings shall be limited to committee specific details. All Committee business must remain within parameters set by the Executive Committee.

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ARTICLE V-EXECUTIVE COMMITTEE

Section 5.1

The Executive Committee shall consist of Five (5) Board of Directors and the Officers (President, Vice President, Secretary and Treasurer).

Section 5.2

From time to time matters may arise that call for immediate action. In such cases, the President shall poll the Executive Committee and take action on the matter as directed by the majority of members of the Executive Committee.

Section 5.3

The responsibility for the general control and management of the policy, affairs, business, and direction of the organization shall be vested in the Executive Committee.

Section 5.4

The Southeast Regional Recreational Safety Warden for Washington County or his designee shall be a non-voting member of the Executive Committee, acting as an advisor.

Section 5.5

The Executive committee may authorize the appointment of ADVISORS to the standing committees and oversee their activities.

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ARTICLE VI-BOARD OF DIRECTORS

Section 6.1-General

- A. All matters affecting the policies, aims and means of accomplishing the purposes of KMATVA not specifically provided for in this BYLAWS or by action of the membership at a regular or special meeting shall be decided by the ~~Executive Committee Board of Directors~~. (MOVE TO EC SECTION)
- B. Nominations of individuals to serve on the Board of Directors are to be voted upon by the membership at the annual meeting of KMATVA.
- C. Each Director shall have one vote and such voting may not be done by proxy.
- D. The ~~Chairperson Executive Committee~~ may appoint an AUDIT COMMITTEE, consisting of three (3) active members in good standing, to review KMATVA financial records and prepare an annual report that shall be submitted at the annual membership meeting. A separate audit of KMATVA financial records shall be conducted whenever there is a change in Treasurers. The ~~Board of Directors Executive Committee~~ may elect to use an independent auditor as they see fit. (Move to EC Section)
- E. The ~~Board of Directors Executive Committee~~ may employ whatever personnel they deem necessary, and for which funds are available, to aid in the management of the club and may authorize the expenditure of club funds in any other manner in the proper furtherance of the purpose of the club. (MOVE TO EC SECTION)
- F. Board members shall serve without compensation. The Association may reimburse a Board member for expenses incurred on behalf of the Association.

Section 6.2-Board Composition

- A. The Board of Directors shall consist of Five (5) directors, each of whom shall be an active member in good standing of KMATVA.
- ~~B. The Board of Directors shall elect from its members, a chairperson. This position shall be elected by plurality vote.~~

Section 6.3-Terms

- A. The term of office for each Board of Director shall be 2 years. Any association member can be elected to any number of terms on the Board.
- B. Three (3) Board of Directors shall be elected in ODD numbered years and Two (2) Board of Directors shall be elected in EVEN numbered years.
- C. The newly elected Board of Directors shall immediately take office and shall hold office for the term of that position until their successor has been elected and seated.

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Section 6.4-Election Procedure

Directors shall be elected by secret ballot vote. The membership committee shall coordinate the election of the Directors. The secretary shall record the election results. No inspector of the election shall be a candidate for office.

Section 6.5-Duties

A. Expenditures-The Board may make such expenditures and enter into such agreements as may be necessary to carry on the business of this Association. No loans shall be contracted on behalf of the Association, and no evidence to indebtedness shall be issued in its name.

B. Committee Appointments-Committees shall be appointed by the Board as needed. A member of the Board may be assigned to each committee.

C. Contracting-In carrying out the duties, the **Executive Committee Board** is authorized to employ or arrange for services of such a person as in its opinion are necessary or desirable. (Move to EC Section)

Section 6.6-Vacancies

When a vacancy occurs on the Board of Directors because of resignation, removal, or other reason, the vacancy will be filled without undue delay. The replacement Board member will be designated by the Executive Committee and will serve the remainder of the term of the replaced Board Member.

Section 6.7-Removal

A Director may be removed when sufficient cause exist for such removal because of conduct contrary to the by laws. The Executive Committee may entertain charges against any Director for such conduct. The Executive Committee shall adopt such rules for a hearing as it may in its discretion considered necessary in the best interest of the organization.

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ARTICLE VII-OFFICERS

Section 7.1-General

Section 7.2-Officer Duties

A. President-Shall have the primary responsibility for the ~~legal and financial~~ affairs of this organization. The President shall preside at meetings of the association and of the Executive committee. The President shall appoint ad-hoc committees as deemed necessary. The duties include assisting Directors, Officers and members to promote interest on the part of the members in association activities. The President shall vote only in the event that the Executive committee shall need a tiebreaker.

B. Vice President-Shall perform all duties of the President in the absence of the President. It is the responsibility of the Vice-President to keep current on the affairs of the association. The Vice-President shall conduct all other duties that generally fall to that office.

C. Secretary-Shall keep a record of the meetings of the association. The Secretary shall be responsible for the legal records of the association and conduct other duties that generally fall to that office.

D. Treasurer- Shall have the primary responsibility for the financial records of the association. The Treasurer shall oversee and record collection of dues and all other money due to the association. The Treasures duties also include paying all lawful expenses authorized by the Executive Committee, in a timely fashion. This shall include presenting the ~~Board of Directors~~ **Executive Committee** and general members with a financial report at each meeting.

Section 7.3-Terms

A. The term of office for each Officer shall be 2 years. Any association member can be elected to any number of terms in office.

B. The President and Secretary shall be elected in ODD numbered years and The Vice-President and Treasurer shall be elected in EVEN numbered years.

C. The newly elected Officers shall immediately take office and shall hold office for the term of that position until their successor has been elected and seated.

Section 7.4-Election Procedures

Officers shall be elected by secret ballot vote. The membership committee shall coordinate the election of the Officers. The secretary shall record the election results. No inspector of the election shall be a candidate for office.

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Section 7.5-Vacancies

When a vacancy occurs in an Officer position because of resignation, removal, or other reason, the vacancy will be filled without undue delay. The replacement officer will be designated by the Executive Committee and will serve the remainder of the term of the replaced Officer.

Section 7.6-Removal

An Officer may be removed when sufficient cause exists for such removal because of conduct contrary to the by-laws. The Executive Committee may entertain charges against any Officer for such conduct. The Executive Committee shall adopt such rules for a hearing as it may in its discretion considered necessary in the best interest of the organization.

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ARTICLE VIII-STANDING COMMITTEES

Section 8.1-General

A. Each standing committee will be listed under an appendix, listing the name, roles and responsibilities.

B. Each committee shall select a chairperson who has the responsibility to report committee actions to the Executive committee. The executive committee shall have the discretion to select an alternate committee Chairman as deemed appropriate.

Section 8.2-

SEE APPENDIX FOR COMMITTEES, ROLES AND RESPONSIBILITIES

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ARTICLE IX-CAPITAL STRUCTURE

Section 9.1-

All contributions and earnings shall be income of the association.

Section 9.2-Fiscal Year

The fiscal year of KMATVA shall commence on the first day of January and end on the thirty-first day of December.

Section 9.3-Disbursement of Funds

A. The Treasure shall have the authority to write checks up to the amount of One Hundred Dollars (\$100.00) without additional authorization.

B. The President and/or vice-president shall approve all financial obligations of KMATVA in excess of One hundred dollars (\$100.00) and up to Five Hundred Dollars (\$500.00).

C. The Treasurer shall have another signature from an authorized Executive committee member for any checks over Five Hundred Dollars (\$500.00) and the ~~Board of Directors~~ Executive Committee must authorize that purchase.

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ARTICLE X-AMMENDMENTS

Section 10.1

These by-law's may be amended by action of the ~~Executive Committee Board of Directors~~ and/or the membership in accordance with the following process.

Section 10.2

A proposed amendment may be approved or rejected by action of the ~~Executive Committee Board of Directors~~. Approval shall require a majority vote of ~~the Executive Committee a Board of Directors meeting~~ with a quorum. The approved amendment shall be published on the KMATVA Web Site or in a special letter mailed to all members or in a notice before the Annual Meeting or a Special Meeting to be held in accordance with the procedures set forth in the by-laws.

Section 10.3

If the ~~Board of Directors Executive Committee~~ receives no objections from the membership within 90 days of the posting of any method of notice as prescribed in Section 10.2, the approved amendment shall be considered adopted.

Section 10.4

If a petition signed by 10 members, objecting to a proposed amendment, is received within 90 days of a posted notice, the amendment shall not be considered adopted, but may be considered at the Annual Meeting or Special Meeting of the members. The General Membership, including Executive committee members, present at the annual meeting or special meeting may modify the proposed amendment by simple majority vote. The proposed amendment will be included in the by-laws.

Section 10.5

~~In the event an article or section is required to be amended due to Federal or Wisconsin State Law, the above procedure shall be abolished and that article or section shall automatically be amended by the Executive Committee to comply with applicable laws.~~

Section 10.6

~~If any provision of these by-laws proves to be illegal, invalid or unenforceable, the remainder of the by-laws shall not be affected by such finding, and in lieu of each provision of the by-laws that is illegal, invalid or unenforceable, an amendment will be added as a part of the by-laws as similar in terms to such illegal, invalid or unenforceable provision as maybe possible and be legal, valid and enforceable.~~

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ARTICLE XI-INDEMNIFICATION

~~LEGAL ADVICE REQUIRED~~

Members of the Executive Committee, their heirs, executors, administrators and estate and effects respectively shall be indemnified and saved harmless at all times by KMATVA against all costs, losses and expenses incurred by them respectively in or about the discharge of their respective duties, except such as happens from their own respective willful neglect or default.

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ARTICLE XII-DISOLUTION

Section 12.1

This organization may be disbanded and dissolved by an 80% vote of the general membership upon determination that the organization is no longer viable or effective in achieving its vision, mission or purpose. Upon dissolution and after satisfying all legal and financial obligations and liabilities, the Executive Committee shall donate all remaining assets of the organization to an organization of similar vision, mission and purpose. The Executive committee shall make the final decision as to where property and funds are to go.

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ARTICLE XIII-CLUB RULES

Section 13.1

All ATV/**UTVs** used for KMATVA sponsored events/ functions must be registered, insured and meet all legal equipment requirements.

Section 13.2

Any conduct that is unlawful, disrespectful, or reckless will not be tolerated. Any willful violation of the club rules or by-laws will be cause for expulsion from the Association.

Section 13.3

When on a club ride, helmets must be worn. All members will be expected to ride in a safe and sensible manner and abide by all local and state regulations.

Section 13.4

All club members shall respect the property of others and the environment at all times whether at club events or events sponsored by outside associations.

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ARTICLE XIV- BY-LAW SUBMISSION

Section 14.1

~~The By-laws were approved by the general membership on 06-01-2006~~

The By-laws were amended on ??-??-???? in accordance with the previously approved By-law of 06-01-2006

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Appendix A

KMATVA Standing Committees

Public Relations Committee: *

The PR Committee is responsible for promoting a positive public image of KMATVA, the mission and goals, as well as a positive image of ATV/UTV recreation in general. The committee is further responsible for the development and dissemination of all relevant club news, bulletins, advertisements and announcements through the use of media as authorized by the ~~Board of Directors~~ Executive Committee.

Membership Committee: *

The Membership Committee shall have the responsibility for recruiting new members and retaining current members. The committee's role includes welcoming and introducing new members to the club, addressing questions related to the club organization and activities, and make them aware of ways they can become active, supportive club members. The committee shall also provide coaching, counseling and review for all members as appropriate. ~~This committee shall oversee the annual elections by coordinating the preparations for, implementing the act of and posting the results for these meetings.~~

Social Committee: *

The Social Committee shall be responsible for planning, organizing, scheduling and coordinating KMATVA activities, social events and rides. The scope includes evaluating suggestions from the membership and taking direction from the ~~Board of Directors~~ Executive Committee as well as activity development from within the committee itself. ~~The committee shall also contact local business leaders, sponsors, government leaders and law enforcement officials as appropriate to assure the activities are acceptable to the residents and communities involved and procure applicable permits as required.~~

Fund Raising Committee: *

The Fund-Raising Committee shall be responsible for generating and attracting financial and other resources to sustain KMATVA and its activities. This committee shall maintain accurate records as to the donation amount, the source, the date(s) and any other pertinent information related to the donation and provide such records to the Secretary and Treasurer for formal documentation.

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Planned Rides Committee:

~~Note: It is felt this committee could be part of the Social Committee and is included in the responsibilities for that group at this time.~~

The Planned Rides Committee is responsible for development and scheduling club rides; as well as generating and distributing a calendar of events that includes all rides, events and functions of the club.

Government Relations Committee:

The Government Relations Committee is responsible for maintaining contact with local common council and county board members as well as state legislation representatives to keep them apprised of club directions, goals, objectives and needs. The major objective of the committee is to foster a good relationship with government officials, thereby enhancing the opportunity for KMATVA to achieve both short and long term goals. The committee shall regularly provide information to KMATVA members regarding legislative issues and local government response as it affects club plans and objectives.

Business Relations Committee:

The Business Relations Committee is responsible to introduce and promote KMATVA to local business owners and encourage programs that will mutually benefit the community, the businesses and KMATVA. The committee members shall, based on contact with local business leaders and KMATVA members, develop program recommendations for consideration by the Board of Directors.

Education and Safety Committee

The Education and Safety Committee shall have a three-fold responsibility:

1. To coordinate an ATV safety training program, either directed from within KMATVA or an external program supported and promoted by KMATVA;
2. To keep KMATVA members apprised of new or pending State and local laws that impact ATV public use or operation in general; and
3. Develop, produce and/or distribute educational materials for the community as appropriate. All education and training programs, whether directed from within or sponsored by KMATVA, shall meet Wisconsin DNR mandated ATV safety training criteria. DNR

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Certified ATV Safety Instructors shall conduct all training classes, however, committee members may develop schedules and public notices for distribution by the Public Relations Committee.

Ad-Hoc Committee

An Ad-Hoc Committee may be created at such time and with purpose and responsibilities as determined appropriate by the Board of Directors under the direction of the president. Upon completion of the specific assignment, as determined by the Board and President, the committee shall be disbanded.

Charity Ride Committee – This committee shall organize and promote an annual event to raise money for charity and promote the sport of ATV/UTV in a positive image.

Merchandise Committee - To provide specialty merchandise as a convenience to members and for the purpose of member identification.

Poker Run Committee – This committee shall organize and promote an event where participants draw playing cards to obtain the best poker hand in the end.

Trails Committee - The trails committee shall investigate the need for new trails, aid in the procurement of building those trails and inspect trails when damage is reported. This committee will advise the EC of projects needed in these areas and recommend appropriate action. The primary goal of the trail committee is to support and expand economic opportunities in the communities and promote our vast outdoor natural resources.

Possible Future Committees:

~~Trail Committee~~

ATV Park Committee

Equipment Committee

Grounds Maintenance Committee