

# Bylaws

## Western Slope 4 Wheelers Bylaws Revised February 2024

These Bylaws were established in 1998, revised in 2010, revised in December 2014, revised in February 2016, revised in March 2018, revised April 2019, revised March 2022, revised February 2024 and supersede all other Bylaws of The Western Slope 4 Wheelers.

### ARTICLE I: Name

A. The name of this organization shall be The Western Slope 4 Wheelers. The legal name of this organization is The Western Slope 4 Wheelers, Inc. Within this document, The Western Slope 4 Wheelers will be referred to as “the Club”.

### ARTICLE II: Object

- A. The Club will be organized as a not-for-profit 501(c)(7) organization.
- B. The Club will prohibit discrimination against any person on the basis of race, color or religion.
- C. In case of disbandment, all bills shall be paid. Any Club owned equipment and/or supplies will be inventoried and sold or given to another 501(c)(7) organization. An audit of the books will be reviewed by a majority of the Membership and any monies remaining in the account will be donated to another 501(c)(7) organization.

### ARTICLE III: Objectives

- A. To bring together 4x4 enthusiasts for fellowship on and off the trails.
- B. To promote the interests of family four-wheeling.
- C. To participate in and support activities to protect full-size OHV access to our Public Lands for present day users as well as future generations.
- D. To promote the sport and pastime of four-wheel drive motoring in all of its modes.

### ARTICLE IV: Membership and Dues

- A. Membership
  - 1. All references to Club participants who have paid annual dues will be as **Members** or **Memberships**.
  - 2. A Full Membership shall consist of a Member and his/her spouse or significant other or an eligible household member and they shall be entitled to all privileges of Full Membership including holding an elected or appointed position, but not voting. Each Full Membership is entitled to only one vote. Either participant in the Full Membership may exercise the Full Membership’s one vote. A spouse, significant other, or an eligible household member may pay dues to obtain a Full Membership and a vote.  
Voting members must be residents of Montrose County, Ouray County or Delta County.

3. Associate membership is for individual and families whose permanent residence is outside of the above-mentioned areas. Associate memberships are open to all interested parties who would like to support the objectives of the Club in their land use efforts. Associate members have no voting privileges.
4. Full Memberships are open to owners of full-size four-wheel drive vehicles who support the objectives of the Club. All types of full-size four-wheel drive vehicles are welcome; UTVs, ATV, motorcycles and non-motorized vehicles are welcome to join as Associate members.
5. Each member must have a valid driver's license and each member must abide by all state and local vehicle laws.
6. Full Members shall be entitled to all privileges of membership, including holding an elected or appointed position. Each Full Membership is entitled to one vote.
7. All Members shall conduct themselves in a responsible, respectable, and orderly fashion during Club functions. Any Member who believes another Member or Elected Officer is consistently behaving in an inappropriate manner, or who believes another Member or Elected Officer is not fulfilling their duties, may bring the issue to the attention of the entire Board of Elected Officers. The Board of Elected Officers shall work to resolve the issue and may subsequently decide, by simple majority vote in a secret ballot, whether or not to refer the issue to the entire Membership of the Club at the next regular meeting. If an Elected Officer is the subject of the issue, that Elected Officer shall abstain from the Board's referral vote. In the event of a tie vote by the Elected Officers, the issue shall be referred to the Membership of the Club at the next regular meeting.
8. The Club reserves the right to terminate any Membership upon the majority vote of a quorum of the Memberships. Termination of a Membership may be voted on during the meeting when the termination proposal is presented or may be delayed for Board of Elected Officers investigation. The Membership in question will be suspended during the investigation.
9. No Member shall use the Club website and/or email list of Members for private or personal advertising or gain except on the classified ads portion of the website.
10. New Members will be given two Club decals at no charge. Additional Club decals may be purchased at the current rate as voted on by the Board of Elected Officers.
11. Ex-members are requested to remove all Club decals upon leaving the Club.

**B. Dues**

1. The Board of Elected Officers shall annually establish a Budget Committee consisting of at least three Members. The Budget Committee shall recommend to the Board of Elected Officers the amount of the annual dues for the upcoming year. The Board of Elected Officers shall consider the Budget Committee's recommendations and shall present a motion for Membership vote at the November meeting to set the dues for the upcoming year.
2. Annual Membership dues are payable at the January meeting. Memberships not paid in full by the March meeting will be dropped from the roster. The Board of Elected Officers dues shall be waived for the duration of each Officer's service.

**Article V: Voting**

- A. Full Members who have paid their dues by June 30th of the current year may vote in the election of Officers in December.
- B. All matters other than election of Officers may be voted on by Full Members.

- C. Full Members must be present at Club meetings to vote. Teleconference (Zoom) will be counted as present, but conference calls (phone) will not be counted. Proxy voting is not allowed.
- D. Voting decision of Full Members will be by simple majority.
- E. All voting results will be recorded in the Club meeting minutes.
- F. Associate members will have no voting privileges
- G. Sponsor will have no voting privileges.

#### **ARTICLE VI: Club Sponsorship**

- A. Club Sponsorships are open to businesses and individuals who support the Objectives of the Club, and are not conditioned on ownership of a four-wheel drive vehicle. Club Sponsorships will be obtained in the month of January and will be for a twelve-month period.
- B. Club Sponsors shall conduct themselves in a responsible, respectable and orderly fashion as stated in the Club by-laws. The Club reserves the right to remove a Sponsor at any time by a majority vote of the Board of Elected Officers.
- C. The Budget Committee shall recommend the structure and amount(s) of the Club Sponsorship levels for the upcoming year. Their recommendations shall be put to a vote by the Membership at the November meeting before the upcoming year.
- D. Sponsors shall be obtained by the Treasurer and/or a committee appointed by the Treasurer.

#### **ARTICLE VII: Meetings and Procedures**

- A. Official Club Meetings
  - 1. Club meetings will be held on the first Tuesday of each month. The location and time will be determined by simple majority vote of the Members.
  - 2. Meetings of the Board of Elected Officers will be held at the discretion of the Elected Officers, and are open to all Members for observation.
    - a. All meetings will have minutes taken. The minutes will be submitted to the Club Secretary and shall be distributed to all Elected Officers and Club Members upon request.
    - b. The Elected Officers may invite non-members to the meetings of the Board of Elected Officers, at the Officers' discretion, to obtain information or opinions.
    - c. All Members must be notified by email or phone call of any meeting of the Board of Elected Officers. Notification shall be made at least one week in advance of any board of Elected Officers meeting.
  - 3. Special Meetings
    - a. The Elected Officers, at their discretion and by simple majority vote, may conduct a special meeting of the membership.
    - b. All special meetings will have minutes taken. The minutes will be submitted to the Club Secretary and shall be distributed to all Elected Officers and Club members upon request.

- c. The Elected Officers may invite non-members to the special meetings, at the Officers' discretion, to obtain information or opinions.
- d. All Members must be notified by email or phone call of any special meeting. Such notification shall be made at least one week in advance of any special meeting.

B. Meeting Procedures

1. Roberts Rules of Order, unless otherwise specified in the current revision of the By-Laws, shall govern the Club meetings.
2. A Quorum shall be defined as:
  - a. The presence of a majority of the Board of Elected Officers for the choice of a Chairperson and adjournment of the meeting. Telepresence is acceptable for Elected Officers.
  - b. One quarter or more of the Members.
3. In the absence of the President and the Vice-President, the Treasurer shall act as Chairperson or, if all officers present decline to act as Chairperson, the Members present shall choose one of their number to act as Chairperson.
4. In the absence of the Club Secretary, another Elected Officer or a Member shall take notes and turn them in to the Club Secretary.

C. Election Procedures

1. The election of the **President** and **Secretary** will be held during odd calendar years. The election of the **Vice-President**, **Treasurer**, and **Land Use Officer** will be held during even calendar years.
2. There will be no term limits for Elected Officers.
3. Qualifications for being nominated as an Elected Officer:
  - a. May not be in the first year as a member, and
  - b. Must have attended at least 6 Club Meetings in person within the calendar year of the election in question, and
  - c. Must have attended at least 4 Club runs as a member
4. Nominations will be opened at the October Club meeting and then motioned and closed at the November Club meeting and cannot be reopened thereafter.
5. Nominations for Elected Officers shall be voted on during the December Club meeting. New officers will take their positions effective January 1st.
6. Should an Elected Officer position become vacant, the Members shall make nominations to fill the vacancy for the remainder of the term. Voting on the nominations will take place during the next Club meeting, at which time the winner of a majority of the votes will take office.
7. Voting for Elected Officers shall be by secret ballot or acclamation.
8. The Members have the right to dismiss, by majority vote of a quorum of Memberships, any Elected Officer who is not fulfilling his or her responsibilities or whose behavior is consistently inappropriate.

**ARTICLE VIII: Administration and Officers**

- A. The Officers of the Western Slope 4 Wheelers, Inc. shall consist of **President**, **Vice-President**, **Secretary**, **Treasurer**, and **Land Use Officer**. The Officers shall be known as the Elected Officers. It

shall be their duty to draw up an agenda for all Membership meetings and to enforce the By-Laws. If the Elected Officers do not enforce the By-Laws, they are subject to dismissal from office.

- B. The Club being incorporated April 15, 1998, proof of incorporation shall be in the possession of the Colorado Secretary of State and the Club Secretary.
- C. Each Officer is responsible for his/her duties as listed under Elected Officer's Duties (Art VIII, Sec G).
- D. No Elected Officer shall be held responsible for the acts, receipts, neglects, or defaults of any other Officer or Member.
- E. The Board of Elected Officers shall have the power to appropriate and expend up to \$250 total per quarter from the treasury without approval by the Members. A majority of the Board of Elected Officers must approve such expenditures. All other expenditures incurred must be approved by the Membership by vote at a Club meeting.
- F. Elected Officers' Duties
  - 1. The **President** shall:
    - a. Preside at meetings and shall conduct them in a respectable and orderly manner.
    - b. Be open to any and all suggestions made by Members.
    - c. Carry out the policies and decisions agreed upon by the vote of the Club members.
    - d. Have authority to sign checks.
    - e. Have a key to the Club post office box.
    - f. Make every effort to attend the Treasurer's financial audit meetings in January and July.
    - g. Act upon correspondence brought to his/her attention.
    - h. Work to increase Club membership.
    - i. Maintain and encourage good relationships with other area four-wheel drive clubs.
  - 2. The **Vice-President** shall:
    - a. Assist the President and act in his/her absence, except for signing checks and accessing the PO Box.
    - b. Be responsible for conducting the selection of monthly trail runs and events, and assist with selecting trail and event leaders.
    - c. Coordinate runs, events, and fundraisers.
    - d. Make every effort to attend the Treasurer's financial audit meetings in January and July.
    - e. Work to increase Club membership.
    - f. Maintain and encourage good relationships with other area four-wheel drive clubs.
  - 3. The **Secretary** shall:
    - a. Maintain a written record of all Club meetings.
    - b. Have the minutes of monthly meetings posted to the Club website within 14 days of each meeting.
    - c. Update changes to the By-Laws.
    - d. Make every effort to attend the Treasurer's financial audit meetings in January and July.
    - e. Maintain a complete collection of the meeting minutes from all previous meetings.
    - f. Maintain records of attendance at Club meetings, runs, and events.
    - g. Be responsible for preparation and maintenance of the content of the Club website and the Club Facebook pages

- h. Maintain and encourage good relationships with other area four-wheel drive clubs.
- 4. The **Treasurer** shall:
  - a. Receive all membership dues and all other Club receipts.
  - b. Maintain a current Club roster of Members.
  - c. Maintain a list of Club Sponsors.
  - d. Issue all Club decals, patches, and fundraising merchandise upon receipt of payment for these items.
  - e. Make bank deposits.
  - f. Prepare checks for disbursement of authorized funds.
  - g. On the approval of at least three Elected Officers, transfer the Club bank account to a more convenient bank.
  - h. Hold financial audit meetings with the other Elected Officers every January and July. During the January audit, both incoming or outgoing Treasurers, if applicable, shall be present. During the January meeting, all books and accounting paperwork shall transfer from the outgoing Treasurer to the incoming Treasurer.
  - i. Present a Treasurer's report at each monthly Club meeting.
  - j. Reconcile bank accounts monthly.
  - k. Will be the signatory for all contracts and any agreements that obligate the Club.
  - l. Send membership renewal notices to all unpaid Members by March 1<sup>st</sup>.
  - m. Responsible for tracking, auditing, and keeping inventory of all Club assets.
  - n. Maintain and encourage good relationships with other area four-wheel drive clubs.
- 5. The **Land Use Officer** shall
  - a. Act as Club representative to the USFS, BLM, and any other groups or clubs regarding land use issues and ensure that the Club is in compliance with all policies of public land agencies.
  - b. Secure all required permits for Club events
  - c. Maintain a history of all volunteer hours and produce an annual report describing such volunteer hours.
  - d. Act as backup signatory to the Treasurer on all contracts and any agreements that obligate the Club.
  - e. Make every effort to attend the Treasurer's financial audit meetings in January and July.
  - f. Maintain and encourage good relationships with other area four-wheel drive clubs.

G. Committees

- 1. Any committee must be approved by a simple majority vote of the Members present or by acclamation.
- 2. Committee members shall elect a Chairperson by simple majority vote.
- 3. All committee finances are to be managed by the Club Treasurer.
- 4. Committee meeting results shall be reported to the Elected Officers.
- 5. Committee minutes shall be taken and provided to the Club Secretary for retention.

H. The following appointed positions shall be held by a Member selected by a simple majority vote of the Elected Officers. The Elected Officers may dismiss an appointee by simple majority vote.

- 1. **Webmaster**, who will be responsible for the preparation and maintenance of the Club's website and web services.

2. **Social Coordinator**, who will plan all Club social events.

#### **ARTICLE IX: Safety**

- A. The following safety equipment is recommended on all vehicles participating in Club functions:
  1. Seatbelts for driver and all passengers.
  2. A roll bar on all vehicles without a hard top.
  3. An adequate fire extinguisher.
  4. Tow rope or strap without metal hooks and adequate attachment points front and rear.
  5. First-aid kit.
  6. Spare tire and/or plug kit.
  7. A Club recommended radio with an antenna no longer than 5 feet.
- B. The consumption of alcoholic beverages during a Club function where driving is involved will be prohibited until after the driving for the day is concluded.
- C. All Members and guests are responsible for their own property and personal safety.
- D. Members will abide by the Trip Leader Guidelines set forth by the Club.
- E. All members must conduct themselves in a responsible, respectable, and orderly fashion during Club functions.

#### **ARTICLE X: Bylaws**

A. These Bylaws may be amended by a simple majority vote of the membership, provided that a quorum of Members is present. Proposed changes to the Bylaws shall be presented in written form to an Elected Officer. The Elected Officers shall present those changes to the membership at the next regular Club meeting for discussion and modification. If the changes are to be voted on, the vote shall occur at the second regular Club meeting. If the Bylaws vote quorum is not met at the second meeting, the vote shall occur at the next regular Club meeting that has a quorum. Reasonable effort shall be made to email all Club members of the proposed changes prior to the first meeting for timely review.