

**BYLAWS
of the
UT/AZ ATV CLUB
Kanab, Utah**

Revised September 19, 2024

ARTICLE I

Section 1. Name

This organization shall be known as the UT/AZ ATV Club, Inc. (Utah/Arizona ATV Club)

Section 2. Mission Statement

Our mission is to be a non-profit civic organization for OHV enthusiasts. We will provide guided OHV rides, campouts, tours, and social events. Educational and recreational forums may be provided for all ages based on safe use of OHV's and the responsible use of OHV trails. Members may assist in the development and maintenance of OHV trails on public lands specifically for OHV recreation and continued access to public lands. The UT/AZ ATV Club will support the local community through positive outreach programs and contributions to local organizations.

Section 3. Objectives

1. To gather and associate as like-minded individuals to enjoy trail rides and other club activities.
2. To meet monthly to plan club activities such as rides, to discuss laws and regulations that affect motorized recreation, to plan public service projects, etc.
3. To invite individuals from government and business entities to help educate club members as to products, public service projects, laws, regulations, and other OHV opportunities.
4. To provide volunteers for public service projects which benefit our membership and community.
5. To assist public land managers in the identification and prioritization of public land use issues that affect motorized recreation.
6. To provide an opportunity for those new to OHV recreation to learn proper use and safety during OHV operation as well as land use ethics.
7. To enlist volunteers to plan and staff the UT/AZ Club's annual fundraiser for as long as the fundraiser is conducted.

ARTICLE II

Section 1. Officers

- A. Officers of the UT/AZ ATV Club shall consist of the following:
 1. President

2. Vice President
3. Sales and Marketing Officer
4. Secretary
5. Treasurer

B. Officers shall serve without monetary compensation.

C. Duties of the club officers shall include:

The President shall:

1. Help prepare an agenda and conduct club meetings.
2. Represent the Club at activities and functions.
3. Represent the Club in meetings and negotiations with government agencies and other entities.
4. Review committee activities and sit *Ad Hoc* during committee activities when necessary.
5. Review and revise club communications.

The Vice President shall:

1. Act on behalf of the President as requested or in the President's absence. In the event the President is no longer able to serve, the Vice President shall serve in that capacity until a replacement is duly elected.

The Sales and Marketing Officer shall:

1. Oversee the design and purchase of club apparel for sale and maintain apparel inventory.
2. Sell and collect split-the-pot fund raising during monthly meetings (the Club's part of the funds are to be maintained by the Treasurer).
3. Shall work in coordination with the club sub-committees and treasurer (as needed) on ALL additional fund-raising events.

The Secretary shall:

1. Keep the records of the club including minutes of meetings, club membership lists, calendar, club correspondence, and make notifications to club members.
2. Maintain the club email account and respond to inquiries.

The Treasurer shall:

1. Receive all monies on behalf of the club and shall keep a record of all monies.
2. All monies received shall be deposited into the club bank account in a timely manner.
3. Pay out monies as authorized by these by-laws or by a vote of the club officers.
4. Report the financial status of the club at the monthly club meetings.
5. Make available for reasonable inspection by club members in good standing all financial records of the club.
6. Be responsible to ensure that all required state or federal financial or tax forms are completed and submitted by the due date.

D. Election of Officers:

1. Regular biennial election of club officers shall be conducted at the January holiday dinner.
2. The President may appoint an election chair at the October club meeting who will poll the membership for the elected positions within the Club.
3. The President or appointee will make a presentation at the January holiday dinner. If there is more than one candidate for an elected position, the President will poll the membership in attendance which shall elect by the majority of members present the winning candidate.
4. Newly elected officers shall take office immediately and shall serve a term of two years.
5. As of January 2025, regular biennial elections of club officers shall be conducted on a staggered schedule:
 - a. The President, Secretary, and Merchandise Officer positions will be elected in odd-numbered years (2025, 2027, 2029, etc.) for a two-year term.
 - b. The Vice President and Treasurer positions will be elected in even-numbered years (2026, 2028, 2030, etc.) for a two-year term.
6. In the event a club officer becomes unable to serve, that position will be filled in a special election to be held at a regularly scheduled club meeting.

E. Quorum of Club Officers:

Three club officers shall form a quorum for conducting club business.

F. Indemnification:

The Corporation shall indemnify and hold harmless any officer or member of his/her heirs and personal representatives for any expenses actually and necessarily incurred by him/her, or a judgement levied, or settlement made, in connection with any action, suit or proceeding in which he/she is made a party by reason of being or have been an officer. Such right of indemnification shall not apply to any action, suit or proceeding in which such officer is adjudged liable for gross negligence or misconduct in the performance of his/her duties as an officer. In the absence of any adjudication which expressly absolves any officer of liability of gross negligence or misconduct in the performance of his/her duty in any action, suit or proceeding, the Corporation shall grant in the indemnification provided herein upon receipt of a written opinion of independent counsel selected by the Corporation, who shall not be an attorney at law regularly employed by the Corporation to the effect that the officer is not legally liable for gross negligence or misconduct in the performance of their duties.

Section 2. Establishment of Club Committees:

1. The President may appoint all committee chairs with the approval of the Executive Officers.
2. Club committee chairs and members shall serve on a volunteer basis.
3. Committee chairs may select club members to assist with assigned tasks.

ARTICLE III

Section 1. Meeting Policies:

1. UT/AZ ATV Club meetings are held on the third Thursday of each month in Kanab, Utah.
2. Indoor meetings are held at a location announced prior to the meeting in the months of February, March, April, October, and November. No December or January meeting is held unless notified.
3. Outdoor meetings will be held at a location announced prior to the meeting in the months of May, June, July, August, and September.
4. The Executive Officers will put out a meeting agenda before the Thursday scheduled meeting.
5. The deadline for members to request an agenda item to be posted is the Friday prior to the Thursday meeting and will be approved as determined by the Executive Officers.
6. Members in good standing are entitled to attend general and special meetings and to vote on all questions coming before the membership.
7. In order for any motion to be carried at a membership meeting, there must be a majority vote for approval by the attending members. Voting by telephone, email, online, or proxy will not be allowed.
8. Reports from committees, if any, shall be given at the meeting. Planning of club events shall be restricted to a minimum at club meetings.

Section 2. Membership and Dues:

1. Membership in the UT/AZ ATV Club shall be determined on a non-discriminatory basis, without regard for age, sex, race, religion, or national origin.
2. Membership is open to any person or household who wishes to support the stated objectives of the Club and accept the stated duties of club members.
3. Membership dues shall be \$25 per household annually and shall run from January to December each year.
4. Dues for person's who join the Club September 1st or later will apply to the current year and the next calendar year. However, if they want to attend the steak BBQ (usually held in September), they will be required to cover the cost of their steak(s). (Note: All the BBQ expenses are paid from our monthly Split-the-Pot fund raising and are not part of membership dues or benefits.)
5. Membership shall cease, and communications end, upon two months of delinquency of dues.
6. Only current members in good standing shall be entitled to the benefits of club membership. Only those persons whose membership is paid for the current year will be members in good standing.
7. Spouses of deceased members receive honorary membership with full benefits.
8. Members who turn 80 years old may have their membership dues waived upon their request beginning the year following their 80th birthday.
9. Dues will be collected at the November meeting, the January holiday party, or by a check sent to the club mailing address.

Section 3. Duties of Club Members:

1. Members shall promote a positive image for the club by maintaining a high level of integrity and adhering to high standards of personal conduct. Regardless of personal interests, members shall avoid conflicts of interest with decisions made by our organization that are both ethical and legal. Membership in the Club may be terminated by a majority vote of the Executive Officers in the event of non-payment of dues or for reasons consistent with the Club's best interest.

2. Members in good standing are entitled to attend general and special meetings, to vote on all questions coming before the membership and to hold office and serve on special committees.
3. Each member is encouraged to attend as many meetings and be involved in as many activities as individual circumstances allow.
4. Members are encouraged to solicit others to join our club and to enjoy the benefits of membership and social fellowship.
5. Members and their guests accept full responsibility for their personal safety and recognize that there are inherent hazards associated with motorized recreation. Members and guests will not hold the Club, Executive Officers, or committee members liable or responsible for any harm, injury, or death that may occur.
6. Members will not act as a representative of the Club without prior permission of the President or the Executive Officers.
7. Any conduct that is unlawful, disrespectful, or reckless will not be tolerated. Any willful violation of the club rules will be cause for expulsion from the club.

Section 4. Terminations:

Removal of Officers

1. At any regular or special meeting duly called, any one or more of the Executive Officers may be removed by a majority vote of the Executive Officers.
2. Upon removal, a successor will be duly elected to fill the vacancy.
3. Any executive officer under consideration of removal must first be notified about the consideration by written notice at least five days prior to the meeting at which the vote takes place.

Termination of Membership

1. Members may terminate their membership by sending written notice to the executive officers or the President.
2. Membership will be automatically terminated if a member does not adhere to the membership duties.
3. The termination, expulsion, or suspension of a member shall adhere to Utah Code 16-6a-609 (referenced below) and the process will proceed as follows:
 - a. The President, or designee, calls a special meeting or schedules the discussion at a regular monthly Executive Officers meeting.
 - b. After discussion, the Executive Officers inform the member of the charges/allegations or steps to resolve, in writing, not less than 15 days prior to action being taken.
 - c. After notification, an opportunity for the member to be heard, orally or in writing, not less than 5 days before the effective date of action being taken.
 - d. The Executive Officers may meet with the member in a closed session to discuss the charges/allegations or provide another opportunity to respond to the charges/allegations.
 - e. After a response from the member is heard, the Executive Officers vote on the termination, expulsion, or suspension which will take effect immediately.

- f. Any notice required under this section may be given by any reasonable method calculated to provide actual notice. Any notice given by mail must be given by first-class or registered mail sent to the last known address of the member.

Index	Utah Code
Title 16	Corporations
Chapter 6a	Utah Revised Nonprofit Corporation Act
Part 6	Members
Section 609	Termination, expulsion, or suspension.

16-6a-609. Termination, expulsion, or suspension.

- (1) Unless otherwise provided by the bylaws, except pursuant to a procedure that is fair and reasonable:
 - (a) a member of a nonprofit corporation may not be expelled or suspended; and
 - (b) membership in a nonprofit corporation may not be terminated or suspended.
- (2) For purposes of this section, a procedure is fair and reasonable when either:
 - (a) the bylaws or a written policy of the board of directors set forth a procedure that provides:
 - (i) not less than 15 days prior written notice of:
 - (A) the expulsion, suspension, or termination; and
 - (B) the reasons for the expulsion, suspension, or termination; and
 - (ii) an opportunity for the member to be heard:
 - (A) orally or in writing;
 - (B) not less than five days before the effective date of the expulsion, suspension, or termination; and
 - (C) by one or more persons authorized to decide that the proposed expulsion, termination, or suspension not take place; or
 - (b) it is fair and reasonable taking into consideration all of the relevant facts and circumstances.
- (3) For purposes of this section, any written notice given by mail shall be given by first-class or certified mail sent to the last address of the member shown on the nonprofit corporation's records.
- (4) Unless otherwise provided by the bylaws, any proceeding challenging an expulsion, suspension, or termination, including a proceeding in which defective notice is alleged, shall be commenced within one year after the effective date of the expulsion, suspension, or termination.
- (5) Unless otherwise provided by the bylaws, a member who has been expelled or suspended may be liable to the nonprofit corporation for dues, assessments, or fees as a result of an obligation incurred or commitment made prior to the effective date of the expulsion or suspension.
- (6) A mutual benefit corporation that complies with Section [70A-8-409.1](#) is considered to have followed a fair and reasonable procedure for purposes of this section without the existence of a written policy or bylaw otherwise required by this section.

Amended by Chapter 311, 2011 General Session

Section 5. Amendments:

Amendments to the UT/AZ ATV Club Bylaws shall be made by a two-thirds vote of club membership present at a regularly scheduled club meeting.

Adopted and revised by the UT/AZ ATV Club on _____

Motion by: _____

Second by: _____

Approved unanimously by members present.

Signed and attested to by:

Mike Reid, President: _____

Patrick Jacolenne, Vice President: _____

Steve Hermansen, Merchandise Officer: _____

Reinhold Schappert, Treasurer: _____

Debbie Schappert, Secretary: _____