

Lake Tomahawk ATV-UTV Club, Inc. BYLAWS

ARTICLE I

CLUB NAME

Section 1: The name of the organization shall be the Lake Tomahawk ATV-UTV Club Inc., hereafter referred to as the Club. The Club's address is P.O. Box 204, Lake Tomahawk, WI 54539 and shall have the principal office in Lake Tomahawk, WI.

ARTICLE II

PURPOSE AND MISSION

Section 1: Purpose. The purpose of the club as directed by the Club's Bylaws herein is to promote All Terrain Vehicles (ATVs) and Utility Terrain Vehicles (UTVs) use on designated trails, routes, trouts (trail/routes) and roadway systems. The Club also seeks the development of a N-S-E-W corridor, trail, route, trout, and roadway system in the Lake Tomahawk area. The Club shall act as a liaison between member clubs and all bodies of local, county, state and federal government in the matters affecting the sport of ATV/UTV.

Section 2: Club Mission. To promote safe ATV-UTV riding in the greater Lake Tomahawk area.

Charitable Status Mission. The Lake Tomahawk ATV-UTV Club, Inc. is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under sections 501(c)(3) and 509(a)(1) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Bylaws, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

This corporation shall not engage in any activities which directly or indirectly shall constitute the carrying-out of propaganda or otherwise attempting to influence legislation.

- (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Purpose above. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Bylaws, the Corporation shall not carry-on any other activities not permitted to be carried-on:

- i. by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code or,
- ii. by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE III

RECORDS AND INSURANCE

The Clubs records, including the incorporation documents and meeting minutes of all membership and board meetings, shall be maintained and retained by the club Secretary. The financial records, including any and all financial statements and tax returns filed by the Club, shall be maintained and retained by the Treasurer.

Liability insurance shall be carried to a coverage limit as specified by Oneida County.

ARTICLE IV

MEMBERSHIP AND VOTING

Section 1: Membership. Membership shall consist of individual, family, and business sponsors, including community leaders, school, church, and civic official, who have an interest in all-terrain and utility terrain vehicle recreation. Membership in this Club is on a non-discriminatory basis with regard to race, gender, color, religious affiliation, and national origin.

Single Membership - \$25.00 fee annually.

Family Membership - \$35.00 fee annually. Family membership consists of one or two adult members and their children less than 18 years of age.

Business Membership - \$50.00 fee annually. Business membership consists of the Owner(s)/Operator(s) of the business establishment who anticipates participating in and promoting Club events. Club events and meetings may be held at Business Membership establishments.

Business Sponsorship – Business Sponsorship is not Membership within the Club. Sponsorship to the Club allows the Business paid advertising space in the Clubs trail map.

Section 2: Term of Membership. The term of membership shall be annual once membership dues are paid. The membership year begins January 1st and ends on December 31st.

Section 3: Termination of Membership. The termination of Club membership is based on 1) unpaid dues for the membership year, and/or 2) termination of a club member by a majority vote of the Board. Reasons for termination include, but are not limited to, non-payment of dues and/or, member actions which impact the Club in a negative way.

Section 4: Benefits of Membership and Voting. The benefits afforded to Club members in good standing shall include participation in all club activities, rides, newsletters, special events (unless participation fee required), and meetings. Each single membership receives the right to cast one vote in club elections and recognized club motions, family memberships receive the right to cast one vote for each adult family member, and business membership receive the right to cast one vote for each named owner and/or operator of the business.

ARTICLE V

BOARD OF DIRECTORS

Section 1: Composition. The Board of Directors shall be composed of all elected officers; 4 Officers (President, Vice-President, Secretary and Treasurer) and 3 At Large Board Members. To be eligible to serve on the Board, a member must be in good standing and at least 18 years of age. Any Board member with access to any of the Clubs bank accounts may be subject to a background check.

Section 2: Duties.

- (a) The President shall be the chief executive of the Club. The President shall preside at all meetings of the Club. The President shall be the chairman and preside at the meetings of the Board. The President shall sign all documents requiring an official signature and shall perform all other duties incidental to the office.
- (b) The Board shall appoint all members of the committees.
- (c) The Vice President shall perform the duties of the President in absence or incapacity of the President. The VP shall automatically become President upon resignation or death of the President. In the event the VP becomes President, a new VP shall be elected to fill the vacancy as soon as practical to fill out the remaining VP's term.
- (d) The Secretary shall keep an accurate record of the activities of the organization. The Secretary shall issue notice of meetings, be responsible for the correspondence of the Club, and prepare a list of all members and addresses. The records shall be kept for a period of

seven years. The secretary shall be a custodian of the records of the Club, file all necessary forms and reports, excluding financial records and tax returns, which are to be completed and retained by the Treasurer.

- (e) The Treasurer shall keep all financial records of the Club and have charge of its funds. The Treasurer shall keep all of the Clubs funds in a bank approved by the Board and in the name of the Club. The Treasurer shall disperse such funds of the Club in a timely fashion under the direction of the Board. Withdrawals shall be made by checks and signed in such a manner as may be approved from time to time by the Board. The Treasurers' report shall be prepared for each Board meeting and an annual audit and annual tax return shall be prepared and submitted at the January Board meeting. At the discretion of the Board, the financial records shall be subject to an annual audit by a committee appointed by the Board. All treasurer documents, including annual audit documents, financial records and tax returns, shall be saved for a period of at least seven years. Expenditures in excess of \$250 will need to be approved by two club Officers.
- (f) At Large Board Members shall assist the entire Board to formulate and recommend programs and activities to the Club Board and members for their consideration and to carry out such activities. Additional functions of the At Large Board members may include performing essential Club activities that must be acted upon between meetings, formulate and recommend programs and activities to the Board and members for their consideration and approval, and identify, help formulate and chair other committees as necessary to further the purposes and functions of the Club.

Section 3: Vacancies. Board vacancies occurring in any of the Board positions due to illness, death, or other incapacity to comply with assumed duties shall be filled by majority Board appointment, except in the case of President, when the Vice President shall succeed to chair, as noted in Article 5 Section 2.c. Such appointment shall serve only until the next election.

Section 4: Board Member Termination. Termination of any Board member, including Officers, will be based upon a majority vote from the remaining Board. Reasons for termination include, but are not limited to, non-performance of specified duties, opinions of the Board member that differ greatly from the Purpose of the Club, or actions performed by that Board member that impact the organization in a negative way.

ARTICLE VI

ELECTIONS

Section 1: Officers Term of Office. President, VP, Secretary and Treasurer shall be elected for a term of 2 years. The President and Secretary shall be elected in even numbered years and the VP and Treasurer in odd numbered years.

Section 2: At Large Board Members (ALBM) Term of Office. The At Large Board Members (ALBM) shall be elected for a term of 2 years. ALBM "Person A" and "Person B" shall be elected on even numbered years and "Person C" shall be elected on odd numbered years.

Section 3: Method of Elections. Beginning 4 months prior to elections (June), the Board will ask for nominations from membership floor and recommend candidates for positions. Board members shall review responsibilities with the nominees and secure their willingness to serve. Nominations will be closed at the end of the September meeting. The Board will place a slate of candidates in nomination for election at the October meeting.

- (a) Members may cast their vote by absentee ballot. Absentee ballots will be emailed to members in good standing with the September meeting minutes.
- (b) Members may cast their vote in person at the October meeting.
- (c) Board members elected will assume duties on November 1st. All Board members shall serve until their successors have been elected and duly installed.

ARTICLE VII

FISCAL YEAR

The fiscal year of the Club shall be January 1 to December 31.

ARTICLE VIII

MEETINGS

Section 1: Conduction of Meetings. The Board shall discuss in sufficient time prior to any meeting to formulate the agenda. The President or his designee shall be responsible for the timely formation of Club meeting agendas. To the extent possible, the location of the meeting should be scheduled three months in advance. The President or a majority of the Board may call special meetings to transact urgent business. A majority of the Board must be present to constitute a quorum for the transaction of business. All members of the Board shall be expected to attend all Club meetings unless excused by the President or Vice President.

- (a) An annual meeting of the Club membership, for purposes of elections, shall be held during the October meeting.
- (b) Monthly meetings of the Club will be held at a place predetermined by the Board, unless otherwise announced due to Holidays. The Board will meet prior to monthly meetings as necessary.
- (c) Special meetings of the Club may be called by the President or a majority of the Board.
- (d) The members present at a regular or special meeting shall constitute a quorum.
- (e) Voting at meetings shall follow Article 4 Section 4.

ARTICLE IX

QUORUM

A general membership quorum must include a majority of the Board and any members present at any regular or special meeting.

ARTICLE X

AMENDMENTS AND STANDARD OPERATING PROCEDURES

Amendments to the Bylaws may be made at any meeting but requires a 2/3 vote of a quorum in order to be approved for adoption provided the approved amendment was submitted in writing to the membership by newsletter and read during a regular meeting at least 60 days prior to the date of the amendment vote.

(a) Process:

1. Proposed amendment submitted in writing at a regular meeting.
2. The proposed amendment will be included in the meeting minutes for 2 consecutive months. Proposed amendment will be read during the regular meeting at least 60 days prior to the date of the amendment vote.
3. Proposed amendment will be voted on during the next meeting after #2 above is met.
4. Proposed amendment will require a 2/3 vote of a quorum for adoption.

Standard Operating Procedures may be created, changed, revised, and/or deleted as necessary by a majority vote of the Board. In conducting its proceedings, and making its determinations, the Board shall follow its duly adopted standard operating procedures and practices.

ARTICLE XI

PARLIAMENTARY AUTHORITY

Robert's Rules of Order shall govern the official proceedings of the Club not otherwise specified in the Club's bylaws.

ARTICLE XII

DISSOLUTION

The Corporation shall be dissolved upon approval by the Board. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Lake Tomahawk ATV-UTV Club Bylaws

Created: May 1, 2024

Approved By Board for Adoption: May 1, 2024

Adopted By Membership: July 24, 2024