



St. Germain ATV Club Inc.

By-Laws

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ARTICLE I

NAME, MISSION STATEMENT, PURPOSE & LIMITATION OF METHODS

A. NAME

The organization shall be named St. Germain ATV Club Inc., a not-for-profit Wisconsin Corporation and will be hereafter referred to as “the Club”.

The design for a logo shall be selected by the membership of the Club.

B. MISSION STATEMENT

The Club shall provide and maintain ATV/UTV trails in the St. Germain / Cloverland area.

The Club shall encourage cooperation between the various clubs in our area in all activities that will promote the sport of ATV/UTV'ing.

The Club shall develop an understanding of the issues affecting the sport of ATV/UTV'ing and communicate information so that the image of ATV/UTV'ing will be enhanced.

C. PURPOSE

The purpose of the Club is to advance the safe and responsible use of all ATV/UTV routes, trails and multi-use trails, to work towards the development, designation and interconnection of the ATV/UTV trail system in Vilas County, specifically the St. Germain / Cloverland area through the cooperation of, and partnering with: Private Landowners, Local, County, State, Tribal and Federal agencies through the use of, but not limited to the following:

1. Educational programs that emphasize safety and environmental responsibility.
2. Working to develop agreements with Private Landowners, Local, County, State, Tribal and Federal agencies or their representative authorities.
3. Serving the interests of all trail users and recreationists by defending those interests' against discriminatory legislation, regulations and burdensome taxation and user fees.
4. Working to develop a fraternal spirit among trail recreationists and other outdoor enthusiasts.
5. Providing trail information such as maps, posted notices, signage, published articles in the media and other means.
6. Performing desirable and lawful functions for the advancement of the Club, as an organization, so that it can continue to promote and accomplish the interests and suggestions of the trail recreationists, both motorized and non-motorized.
7. Supporting, and participating with, rescue and enforcement organizations.
8. Providing mentoring to emerging organizations that share our purpose and mission.

D. LIMITATION OF METHODS

1. The Club shall be a non-profit, bi-partisan, non-discriminatory and non-sectarian organization.
2. The Club shall comply with all Local, County, State and Federal laws as applicable to a non-profit organization.

3. The Club was incorporated by the State of Wisconsin as a Non-Profit, Non-Stock Corporation with Membership on April 7, 2003. The Club is governed by Wisconsin State Statutes Chapter 181 and must comply with all subchapters that apply to the Club. An Annual Report of Officers and Directors names and addresses must be filed every year by the Club to the State of Wisconsin until the Corporation is dissolved with a Dissolution Notice filed with the State of Wisconsin.
4. The St. Germain ATV Club is also registered as a 501(c)(4) social organization with the United States Internal Revenue Service. As such, the Club must comply with all requirements by and for the IRS on an annual basis about yearly income and other information as required.

ARTICLE II

MEMBERSHIP

A. REQUIREMENTS

Membership in the Club is non-discriminatory and shall be available to all individuals, family units and businesses who will support the Club Mission Statement and Club By-Laws. Voting is only available to those members in good standing that are 18 years of age or older.

The Board of Directors, hereinafter referred as the "BOD", may approve or disapprove the membership of new members. Disapproval may not be for race, creed, color, age or any other criteria that would be discriminatory.

B. CLASSIFICATIONS OF MEMBERSHIP

There will be four classifications of membership.

1. An Individual membership may cast one vote in all general membership meeting matters.
2. A Family membership shall consist of a member and his/her significant other and dependents under 18 years of age. A Family membership may cast two votes in all general membership meeting matters. One vote per adult. The annual dues for a Family membership shall be \$5.00 more than an Individual membership.
3. A Business membership may cast one vote in all general membership meeting matters.
4. A Landowner membership shall be free to the landowner and may cast one vote in all general membership meeting matters.

From time to time, as Club needs dictate, the Board of Directors will set the annual dues for Individual and Business memberships, which shall be voted on by the membership at a regular membership meeting.

Proxy voting is prohibited. A voting member must be present to vote.

Bylaw changes for membership will take affect the day of the Annual Fall Event or 30 days before the season closes, whichever is first.

C. MEMBERSHIP DUES

1. The amount of Dues shall be determined, from time to time, by action of the BOD. Any proposed changes are to be voted on by the membership.
2. Memberships are for one (1) year in length and the term dates shall be determined, from time to time, by action of the BOD.
3. Membership Applications received the day of the Annual Fall Event or 30 days prior to the end of the Vilas County Trail System riding season shall continue through to the following Club's year term end.
4. Without exception, Membership Dues are non-refundable.

D. RESIGNATION FROM MEMBERSHIP

Any member may resign from the Club, at any time, upon notification to the BOD. Upon BOD acceptance of said member resignation, any rights, or title, to any Club physical or intellectual Property or Assets, shall be deemed terminated. This includes the STGATVCLUB.org website, the Facebook St. Germain ATV Club social networking site, the .org domain, Constant Contact email addresses, the Club officer email addresses (president@stgatvclub.org, vicepresident@stgatvclub.org, secretary@stgatvclub.org and treasurer@stgatvclub.org) as well as any materials or property created or purchased by the Club, for Club use during the term of membership.

E. TERMINATION AND SUSPENSION

Any Member, Officer or Director may be suspended or terminated from the Club for just cause by a unanimous vote of the BOD. A motion to suspend will be brought forth at a BOD meeting and seconded by another voting member of the BOD. This action shall be followed by a discussion of the BOD members and a vote will follow. To effect the change in the members status, the vote must be unanimous with all BOD members present and voting AYE. If a member of the BOD is being considered for Expulsion and/or Suspension, that member will abstain from the voting process and the remaining BOD members will cast their vote. Just Cause, to be defined as:

1. Non-payment of dues.
2. Activities or conduct not consistent with Club leadership or the Mission and Purpose of the organization, as stated above in Article I, Sections B & C. This will be determined by a majority vote of the BOD.

The completion of the Termination Process, shall deem to terminate, release and return of all property- intellectual rights and/or title to, any of the Club's Assets or Physical Property, from the departing member to the Club. This includes the STGATVCLUB.org website, the Facebook St. Germain ATV Club social networking site, the .org domain, Constant Contact email addresses, the Club officer email addresses (president@stgatvclub.org, vicepresident@stgatvclub.org, secretary@stgatvclub.org and treasurer@stgatvclub.org) as well as any materials or property created or purchased by the Club, for Club use during the term of membership.

The termination process shall be as follows:

1. The President, or designee, calls a closed Board meeting.
2. After discussion, the Board informs the member of the charges/allegations or steps to resolve.
3. The Board may meet with the member in a closed session of the Board to discuss the charges/allegations or provide another opportunity to respond to the charges/allegations.
4. After response from the member, the Board votes on suspension or termination.

Path to Reinstatement

Reinstatement of an expelled member is possible 1 year from date of expulsion with a new member signup. In addition to an application for membership, the expelled member will need to submit a statement stating their intentions to follow the rules of the Club. Membership will be on a limited basis for 3 months. In addition, the expelled member may not run for office or head a committee for 2 years from date of reinstatement.

ARTICLE III
MANAGEMENT

The Management and assets and property (physical and intellectual) of the Club shall be vested in the BOD or it's assignee's. No purchase or creation or duplication of any property, physical or intellectual, can be made without authorization by the BOD.

ARTICLE IV

BOARD OF DIRECTORS

Any Officer or Director of the BOD, in addition to their specific duties, shall also be considered as ambassadors for the Club and shall be encouraged to represent the organization by attending, and networking, at meetings and activities of partners, or other entities that have related interests to the organization. The prime directive for all BOD members shall be to attend to, and to bring to fruition, the wishes and goals of its membership that are for the betterment of the organization.

A. MEMBERS OF THE BOARD OF DIRECTORS

The BOD shall consist of seven (7) total members:

1. Four (4) Officers (President, Vice-President, Secretary & Treasurer and three (3) Directors. Officers shall serve a 2-year term. The term of office for the Directors shall be two (2) year terms. Two (2) Directors will be elected in odd years and one (1) Director will be elected in even years.
2. Nominations for open Officer and Director positions must be made at the general membership meetings in the 2 months prior to the election general membership meeting.
3. The Officer and Director positions will be elected by a majority vote from the election at the general membership annual meeting.
4. In case of a tie vote for an Officer or Director, the vote shall be taken once more for that position. If the tie still remains, the final decision will be made by coin toss with a presiding Board member (not up for election) making the heads/tails appointment and call.
5. Newly elected officers will assume office at the next regular meeting following elections.
6. A BOD meeting will be called when necessary. All actions by the BOD must be made by at least four (4) BOD members which will make decisions, purchase equipment and spend money for the benefit of the Club.
7. If a vacancy occurs on the BOD, the President has the power to appoint a member to fill the vacancy to complete the unexpired term.
8. Any BOD member who finds it necessary to resign from the BOD shall do so in writing. (see Article II-D.)
9. The position of Trail Boss shall be appointed by the President.
10. The President in conjunction with the Treasurer and Trail Boss, with input from the BOD, will set a financial plan for each coming year.

B. OFFICERS & DIRECTORS

1. **President** – The President shall be elected every 2 years.
 - **Duties:** Presiding over all organization meetings. Appoint all Committees overseeing all Standing and Special Committees as authorized by the BOD. Carrying out any other responsibilities assigned to him/her as deemed necessary by the BOD and/or as delineated in the Bylaws.
 - **Voting:** The President shall only be able to cast a vote in the event of a tie or when a unanimous vote is required.
2. **Vice-President** – The Vice-President shall be elected every 2 years.
 - **Duties:** Having the powers and performing the duties of the President if he/she is absent and/or temporarily incapacitated and is unable to perform said duties including conducting all meetings. Performing any other duties as deemed necessary by the BOD.
 - **Chain of Command:** The Vice-President shall assume the office of the President in the event the President shall not be able to complete his/her term. (See Section C, Item 1, of this Article as to the procedure for investing a succeeding Vice-President.)
3. **Secretary** – The Secretary shall be elected every 2 years.
 - **Duties:** Create/distribute all organization meeting agendas and recording the proceedings of business conducted at all organization meetings. Draft minutes of each prior month's business activities shall be distributed 7 days after the BOD meeting and 14 days after the Membership Meeting. Maintain any State and Federal registrations as needed in conjunction with the Treasurer. Performing other Secretarial duties as requested by the BOD.
 - **Record Keeping:** The Secretary shall keep permanent records of all of the Club business and procedures along with, but not limited to: Current Members List, Assets List, Trail & Equipment Maintenance Records, Club Agreements, Volunteer Services Lists, Government mandated procedures, and all other organization documents.
 - **Chain of Command:** In the event that both the President and Vice-President are absent and/or temporarily incapacitated and unable to preside at a meeting, the Secretary shall assume that duty along with all its attendant powers. (See Section C, Item 3, of this Article for further information as to the Secretary's role in the procedures of governing body succession.)
4. **Treasurer** – The Treasurer shall be elected every 2 years.
 - **Duties:** Keeping all financial records of the organization and overseeing all of the Club funds. Keeping all of the Club funds in a bank approved by the BOD and in the name of St. Germain ATV Club Inc. Bringing Accounts Payable (and Receivable) to each month's meeting for review and payment approval as needed by the BOD.
 - **Responsibilities:** The Treasurer shall make, sign and endorse all checks, drafts and other orders for all lawful payments of funds in the name of the organization upon the prior approval of the BOD, assist the President along with the BOD in compiling the financial plan, keeping current with all Federal and State Tax Forms, filings and registrations (in conjunction with the Secretary), and maintaining the Club insurance and bonding.

- **Reports:** The Treasurer will provide a report of the financial status of the organization at each month's meeting including a list of all expenditures and revenues by month. Any inquiries must be answered at the time or a commitment to a response time. The Treasurer shall have all the organization's financial records prepared for an Internal Financial Review at the end of the Club's Fiscal Year. An Internal Financial Review shall be conducted at the end of each Treasurer's term of office. The Treasurer shall present the findings of any Internal Financial Review to the Membership, at the Annual Meeting, or the next scheduled month's meeting, for approval and acceptance into the permanent records of the organization. The Treasurer shall prepare such other reports as requested by the BOD.
 - **Chain of Command:** In the event that the President, Vice President and Secretary are all absent and/or temporarily incapacitated and unable to preside at a meeting, the Treasurer shall assume that duty with all its attendant powers.
5. **Directors** – If three (3) Director positions are on the BOD, two (2) shall be elected in odd-numbered years and one (1) shall be elected in even-numbered years.
- **Duties:** Serving as ambassador representatives of the organization. Volunteering, or taking Presidential direction, as regards Chairing or participating on Committees. Being available to assist and support the general membership with their questions, concerns, ideas, and suggestions.

C. VACANCIES

1. Any vacancy on the BOD that occurs due to resignation, death or termination of membership shall be filled by appointment to the BOD by the President.
2. A BOD member thus appointed shall fill out the remaining term of the individual he/she is replacing
3. If a vacancy of both the President and Vice-President shall occur due to resignation, death, or termination of membership at the same time, the Secretary shall assume the office of President and run the organization until a Special Election can be held at the next month's meeting following the 15 days membership notification period. (See Article VII, Section A, Item 2, for further details.)

D. TERMINATION

Any BOD member shall be considered for removal from the BOD with three (3) consecutive unexcused absences or for gross mismanagement. The BOD has the authority to take appropriate action. Termination requires a unanimous vote of the remaining BOD members. The completion of the Termination Process, shall deem to terminate, release and return of all property- intellectual rights and/or title to, any of the Club's Assets or Physical Property, from the departing member to the Club. This includes the STGATVCLUB.org website, the Facebook St. Germain ATV Club social networking site, the .org domain, Constant Contact email addresses, the Club officer email addresses (president@stgatvclub.org, vicepresident@stgatvclub.org, secretary@stgatvclub.org and treasurer@stgatvclub.org) as well as any materials or property created or purchased by the Club, for Club use during the term of membership.

E. BOND COVERAGE

All Officers shall be required to be bonded for wrongful doing. The Club shall pay for the expense of such bond.

ARTICLE V

COMMITTEES

The President, in consultation with the BOD, shall have the full power and authority to establish and change any Committee. New committees shall be created by the President, as deemed necessary, to fulfill the obligations of the organization. The President shall appoint the Chair of any Committee. It shall be the duty of all Committees to make regular reports on their activities to the BOD. The President in consultation with the BOD shall have the power to, at any time, fill any vacancies of, and change the membership of, any Committee.

Committees should use their own discretion in all matters pertaining to the Club activity of which they are in charge. Expenses need to be approved by the BOD prior to spending.

A. STANDING COMMITTEE

1. **Trail Management Committee** – The Chair of this Committee shall be designated the **Trail Boss**. His/her duties and responsibilities shall be as follows.

- **Duties:** Heading the day-to-day operations, procedures and maintenance of the trail systems and the equipment required to do same. Recording all “In-kind” Volunteer Services. Compiling and presenting reports of the progress of trail work and Volunteer Services directly to the BOD. Providing documentation of the acquisition of all organization Assets that he/she gains upon the Club’s behalf to the Secretary for entry into the permanent records. Track and report trail work on funded trails to the Vilas County Parks Department.
- **Responsibilities:** Receiving, organizing, and carrying out trail activity requests from the BOD. Having the authority to act on behalf of the organization as regards trail operations and trail asset acquisitions only via the Operating Allowance approved by a majority vote of the BOD.

B. **SPECIAL COMMITTEES** – These Committees may be appointed on a limited-term basis.

1. **Fall Event Committee** – The Chair of this Committee shall be designated as the **Fall Event Coordinator**. His/her duties and responsibilities shall be as follows.

- **Duties:** Coordinating the Annual Fall event including but not limited to: advertising, raffles/raffle prizes, trail preparation, distribution of required materials, volunteer coordination and event setup.
- **Responsibilities:** The Coordinator will oversee all planning and provide a monthly report to the BOD on activities completed and costs incurred during the planning stages through event completion.

2. **Nominations Committee** – This Committee shall consist of three (3) members, one (1) of which shall always be a member of the BOD who is not up for election in the given year. The Committee shall be appointed at the November meeting and shall be dis-banded immediately following the Elections held at the Annual Meeting. It is the duty of this Committee to seek out qualified members, (those being 18 years of age or older), to propose as candidates for possible election to the open positions on the BOD. The Nominees must be able to fulfill the duties and responsibilities of the position for which they have been nominated as delineated in Article IV of these Bylaws.

3. **Other ie.** - For the accomplishment of a specific objective (ie. By-Laws Committee, Trail Development Committee, Special Purchase Committee, Club Picnic Committee and any others deemed necessary by the President.) Any Committee formed shall always have a member of the BOD as part of the Committee.

ARTICLE VI

MEETINGS

Membership meetings will be held generally on the second Thursday of the month, unless that day happens to be a Federal Holiday or there is a scheduling conflict, and is open to any member in good standing or someone who wishes to join the Club that evening. In the case of a Federal Holiday, the meeting would then be moved to another day as deemed appropriate by the BOD. There will be no membership meetings held in the months of December thru February.

BOD meetings shall be held the 4th Thursday as deemed or called by the President of the Club.

A. CONDUCT OF MEETINGS

1. The current edition of “Robert’s Rules of Order” shall be used as a reference guide for procedures not covered within these Bylaws.
2. As stated in Article IV, Section B, Item 1, Sub-section a, the President shall preside over all meetings. (As noted in that same Article and Section, in Items 2-4 and their “Chain of Command” titled Sub-sections, see the order of succeeding Officers to preside at meetings in the event of the absence of the President.)
3. A quorum of the BOD shall be required to be present at all meetings in order to lawfully conduct the Club’s business. A quorum shall consist of four (4) out of the seven (7) members of the BOD to include (two) 2 officers of the Club.
4. An “informational meeting” may be conducted if a quorum of the BOD is not present. Business can be discussed and information shared, but no motions may be made or official action take place. Such meetings shall be recorded and made a matter of record at the next month’s meeting.
5. Members may present agenda items to the BOD for consideration. If relevant, a motion will be made for a vote at the Membership Meeting, otherwise the agenda item will be taken to the BOD meeting for consideration and review.
6. Amending the By-Laws will be done by the BOD with final approval by the general membership. The proposed amendment(s) shall be presented at two (2) consecutive meetings after proper notice to the full membership. Proper notice consisting of newsletter and agenda addition of the bylaw change. After two (2) readings, the general membership can then vote on the proposed change. Membership can propose bylaw changes to the BOD for consideration at any time.
7. Should a general member become disruptive during a membership meeting, the President (or designee) will implement the following:
 - Verbally warn the member of his/her behavior.
 - Call the member to order and ask him/her to be seated.
 - If the member persists in the disruptive behavior, the President (or designee) will ask the Secretary to record the disruptive behavior or words in the meeting minutes thereby naming the disruptive member and ask the disruptive member to leave the meeting.

- If the member refuses to leave the meeting, adjourn the meeting immediately citing the disruptive member as the reason for adjournment.

B. ANNUAL MEETINGS

1. The Annual Meeting shall be held every year in June on the second Thursday of the month unless that date happens to be a Federal Holiday. In that case, the meeting would then be moved to another day as deemed appropriate by the BOD. The ensuing year's meeting dates shall be set at the Annual Meeting.
2. Elections of Officers and Directors, as needed, shall be conducted.
3. Review of the past year's activities and plans for the ensuing year shall be presented.
4. It shall be the responsibility of the (BOD) to have the date, time and location of the Annual Meeting publicized at least 30 days prior to the meeting.
5. Proxy voting is prohibited by Club bylaws.

C. COMMITTEE MEETINGS

Committee Meetings frequency, dates and times shall be scheduled and held by a majority consensus vote of the members of the particular committee.

D. SPECIAL MEETINGS

All Special Meetings must have a simple majority of BOD members.

1. The BOD may be called into special session by the President, or by any two (2) other members of the BOD, with a minimum of 48 hours advance notice.
2. All BOD members shall be contacted for any Special Meeting.

E. REMOTE MEETINGS

Any meetings listed above can be held via remote means such as Conference or Video conference calls, etc. In case of a National, State, County, City or Township emergency or crisis, the Club meetings may be held via remote means such as conference or video conference calls, etc. The BOD will attempt to include the general membership if such a service is available and inclusion is necessary or warranted. If such a crisis exists at the time of the Annual Meeting and Elections, the BOD has the following options:

- Postpone the annual meeting and elections until such time that is consistent to the emergency ending and meets the Club's scheduled meetings.
- Hold the meeting remotely as described above.

ARTICLE VII

ELECTIONS, NOMINATIONS, BALLOTING & VOTING

A. BOD ELECTIONS

1. **General Elections** – These actions shall take place at the Club’s Annual Meeting. (See Article IV for further details as to when specific positions are open for election.)
2. **Special Elections** – Shall be held as delineated in Article IV, Section C, Item 3 requiring a 15-business day notice to the membership. Then said election shall be held at the next month’s meeting.

B. NOMINATIONS

1. May be made by any member, 18 years of age or older, in good-standing, or any other member qualified for the positions (Article IV) who is 18 years of age or older in good-standing
2. Nominee must have attended a minimum of two (2) meetings in the previous membership year to the nomination, unless, by a majority vote, the sitting BOD agrees to waive this requirement
3. Nominations may be made either to a member of the Nominations Committee or the BOD during the nomination period of April and May.

C. BALLOTING

1. Nominees for open positions on the BOD shall be elected by a Voting Method in Section D #2 below at the Annual Meeting.
2. Ballots shall be tabulated and reviewed under the supervision of three (3) members, 18 years of age or older, in good-standing, of the organization that are not among the nominated candidates.
3. Ballots shall be retained by the Secretary for 30 days following the election and then destroyed.

D. VOTING

1. Only members, 18 years of age or older, in good standing shall be eligible to vote during meetings.
2. Only members who have renewed their membership on or prior to the annual meeting are eligible to vote. New Memberships must be in good standing 30 days prior to the Annual meeting to be eligible to vote. Any New Membership submitted less than 30 days prior to the Annual Meeting will not be eligible to vote.
3. Voting Method: Shall be determined by the President and Secretary based on the annual meeting location, attendance, and or remote meetings as outlined in Article VI Section E. Methods can include, voice, hand, paper ballot or any other means deemed necessary to achieve an accurate count.

ARTICLE VIII

INSURANCE

A. THE CLUB'S LIABILITY COVERAGE

The Club shall purchase all liability or other insurances for any of the organization's specific projects, events and involvements.

B. OUTSIDE ENTITIES LIABILITY COVERAGE

The Club shall require proof of liability insurance, (as required by law and the BOD), regarding Automobile Liability and Workman's Compensation, from any contractors, agencies or businesses that are involved with assisting us to work on, develop and/or complete any organization projects. At a minimum, coverage and liability limits as required by law or the BOD, whichever is greater.

C. LIABILITY WAIVER

All participants age 18 or older, whether Club members or not, must sign a waiver of liability prior to participating in any Club event including, but not limited to, the following:

- Club rides
- Seasonal trail maintenance
- Annual events

If a participant is under the age of 18, the participant needs to be accompanied by an adult who will sign the waiver of liability as their parent or guardian.

If a potential participant does not want to sign the waiver of liability, that participant will not be allowed to participate in the event.

ARTICLE IX

FINANCES & PROPERTY

A. FISCAL YEAR

The Club's Fiscal Year shall run from the calendar year of January 1st to December 31st.

B. EXPENDITURES

All receipts must be presented to the Treasurer for BOD reimbursement approval. No reimbursements shall be issued without a receipt.

1. **\$250.00 Limit:** An Officer/Director shall be pre-approved for the authority to spend, in-between meetings, up to \$250.00 on behalf of the Club without prior BOD approval.
2. **\$250.00>\$5,000 Limit:** In-between meetings, Emergency Expenditures between these two (2) amounts shall require the approval, via phone, email or in writing, of three (3) members of the BOD of which at least one (1) shall be President or Vice-President. The requesting Officer/Director must provide the Secretary a record of the transaction. This record shall include the reason for the request, the names of the three (3) approving BOD members and the total amount expended for filing and reimbursement at the next month's meeting.
3. **\$5,000 Limit:** It is required that any expenditures of \$5,000 or larger be approved by majority of the BOD. Capital assets in excess of \$5,000 must be approved by the membership.

C. PROPERTY

The legal title to all Property (Physical and Intellectual) and the Assets of the organization shall vest in the Club. Resignation or Termination of Membership for any cause or reason, as delineated in Article II, Sections D & E and in Article IV, Section D, shall deem to terminate, release and return of all property, intellectual, rights and/or title, to any of the Club's Assets or Property, from the departing member to the Club. This includes the STGATVCLUB.org website, the Facebook St. Germain ATV Club social networking site, the .org domain, Constant Contact email addresses, the Club officer email addresses (president@stgatvclub.org, vicepresident@stgatvclub.org, secretary@stgatvclub.org and treasurer@stgatvclub.org) as well as any materials or property created or purchased by the Club, for Club use during the term of membership.

ARTICLE X

AMENDMENTS

1. These Bylaws may be altered, amended, suspended, and voted on in whole or in part, by a simple majority vote of members, eligible to vote and present at a Membership Meeting. The proposed amendment shall be presented at a minimum of two (2) consecutive meetings prior to voting. Presentation can include reading of, paper copy issued or email to the membership or any combination of the preceding methods.
2. These Bylaws shall be reviewed from time to time as deemed necessary by the BOD.
3. Members are encouraged to submit changes or amendments to these Bylaws in writing to the BOD prior to a membership meeting for review and presentation at the next membership meeting. Any bylaw change request made at a membership meeting are welcome but will not be considered a first reading until publication and review prior to the next membership meeting.

ARTICLE XI

DISSOLUTION

A. FUNDS & PROPERTY

The Club's funds shall be used only to accomplish the original Mission and Purpose of the organization. If the organization is disbanded, no Club Funds or Property shall be distributed to the members of the Club.

B. ASSETS, CASH & PROPERTY

Any remaining Assets, Cash or Property belonging to the Club shall be turned over to a successor organization formed to succeed the Club and which shall continue its Mission and Purpose. If no such successor organization has been formed, Assets, Cash or Property may also be turned over to any other non-profit corporation which is engaged in substantially the same activities as was the Club, upon a majority vote of the members, 18 years of age or older, in good-standing, present at the last meeting.

SIGNATURE PAGE

Date of Amendment	
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Name (Printed)	Signature	Position	Date
Gary D. Penner	<i>Gary D. Penner</i>	President	11/10/2022
Lisa M. Penner	<i>Lisa M. Penner</i>	Secretary	11/10/2022