

DEAR USER

FOLLOWING ARE THE BY-LAWS OF ABATE OF SOUTH DAKOTA, APPROVED 3/20/99

PLEASE MAKE NO CHANGES OR ADDITIONS UNLESS APPROVED BY THE

BOARD OF DIRECTORS OF ABATE OF SOUTH DAKOTA

IF CHANGES OR ADDITIONS ARE REQUIRED; LIST

NAME OF PERSON OR PERSONS MAKING LAST CHANGE BELOW

BRIEFLY LIST DATE CHANGE MADE; ARTICLE #, SECTION #, etc. BELOW
Final vote of the Board of directors 1/24/04 Article IX-Committees,
Section-Standing committees-modified political action committee.

Final Vote of the Board of Directors 7/17/04 ARTICLE VIII – OFFICERS,
Section: Terms; added Legislative Officer after Coordinator and Secretary.

Added Legislative Officer and Duties to Officers list.

ARTICLE IX – COMMITTEES, Section: Standing Committees, Added, except for the Political Action Committee.

Section: Members and Officers; Subsection: The Chairperson shall; added item G)

11/15/08 ARTICLE XIII – DISSOLUTION OF ORGANIZATION, changed process of involuntary dissolution

3/21/09 ARTICLE XIII – DISSOLUTION OF ORGANIZATION, changed word Dissolvment to Dissolution

BY-LAWS OF A.B.A.T.E. OF SOUTH DAKOTA

ARTICLE I - NAME

The name of the organization shall be A.B.A.T.E. (A Brotherhood for Awareness, Training, and Education) of South Dakota, Inc., hereinafter known as "the Organization".

ARTICLE II - PURPOSES AND GOALS

The purposes and goals of the Organization will be to;

- A) Monitor local, state, and federal legislation pertaining to motorcycling;
- B) Promote active political involvement by motorcyclists;
- C) Develop and/or sponsor favorable legislation pertaining to motorcycling;
- D) Promote safety through motorcycle rider education courses and motorcycle awareness programs;
- E) Foster positive relations among motorcyclists;
- F) Promote communication and act as a liaison between motorcyclists and government authorities, police departments, government agencies, insurance companies, and other organizations;
- G) Present a favorable public image of motorcyclists;
- H) Carry on any business whatsoever that the Organization may deem appropriate in connection with any of the foregoing purposes and goals.

ARTICLE III - ORDER OF BUSINESS

The following shall constitute the Order of Business at all regular meetings of the Organization.

- A) Call to order
- B) Roll call
- C) Reading of minutes of the previous meeting(s)
- D) Treasurers Report
- E) Reports of the Officers
- F) Reports of Committees
- G) Old business
- H) New business
- I) Miscellaneous (including elections)
- J) Announcements
- K) Adjournment

ARTICLE IV - MEMBERSHIP

Individual Memberships;

- A) Memberships to the Organization shall be open to any individual interested in the purposes and goals of A.B.A.T.E. of South Dakota, Inc. as stated in these By-laws. Members under the age of eighteen (18) shall be limited in their participation as allowed by law.
- B) Membership to the Organization must be obtained through one of the Chapters affiliated with A.B.A.T.E. of South Dakota, Inc.
- C) Any member may belong to more than one chapter and ABATE of South Dakota will recognize the individual as a member of each chapter, provided that full membership dues are paid to each of the chapters.
- D) Nothing other than an individual may be a member of the Organization.
- E) The organization will not recognize organizations, clubs, businesses, or individual affiliations as member but will allow Chapters to have such memberships if allowed by their respective By-laws.

Lifetime Memberships;

- A) A free lifetime membership to the Organization may be granted as a high honor to an individual who has been a member on good standing.
- B) Approval for lifetime memberships must be met with a unanimous decision of the Board of Directors of A.B.A.T.E. of South Dakota, Inc.

Membership Dues;

- A) Membership dues shall be twenty (\$20) dollars annually per member, with five (\$5) dollars of this being a voluntary contribution, for those who qualify, to the Organizations political action committee.
- B) The Chapters may collect an additional amount of up too, and no more than, five (\$5) dollars to be used at their discretion.
- C) The Coordinator, with approval from the Board of Directors, may adjust the membership dues for persons living outside the United States to adjust for any additional expenses that may be incurred to the organization.

ARTICLE V - MEETINGS

Regular Meetings;

Regular meetings of the Board of Directors shall be held the third Saturday of January, March, May, July, September, and November.

Special Meetings;

The Coordinator with approval of the majority of the Board of Directors may call special meetings of the Board of Directors. Proper notice must be made to all Board members and Officers of the Organization as to time and place of the special meeting(s). Proper notice is defined as forty eight (48) hours.

Quorum;

For the purpose of conducting business at meetings of the Organization, a minimum of fifty-one percent (51%) of the members of the Board of Directors must be present.

ARTICLE VI - VOTING AND ELECTIONS

Voting;

- A) Each member of the Board shall be entitled to One (1) vote.
- B) Officers shall not vote.
- C) In the Case of a tie vote, the motion will be considered defeated.
- D) Voice, show of hands, or roll call shall do all voting except election of Officers.
- E) All votes shall be affixed to the minutes of the meeting.

Elections;

- A) Nominations of Officers shall take place during the March and May meetings.
- B) Election of Officers shall take place at the July meeting.
- C) Election of Officers shall be done by open ballot.
- D) In the case of a tie vote, the outcome of an election will be decided by an approved lottery.

Induction of Officers;

Officers shall assume their duties following the close of the July meeting.

ARTICLE VII - BOARD OF DIRECTORS

- A) The business and affairs of the Organization shall be managed by a Board consisting of one representative from each Chapter affiliated with A.B.A.T.E. of South Dakota, Inc.
- B) Temporary vacancies in the Board may be filled by a member of such Chapter with a majority vote of the remaining members of the Board.
- C) No member may represent more than one Chapter.
- D) Each Board member may be removed from a meeting with cause and a unanimous approval of the remaining Board.

ARTICLE VIII - OFFICERS

Eligibility;

All Officers shall be members in good standing of the Organization for a minimum of one year, immediately prior to their term of office and must be eighteen (18) years of age or older.

Terms;

The terms of office shall be two (2) year terms, with the Coordinator, Secretary, and Legislative Officer, elected on odd numbered years and the Vice-Coordinator and Treasurer elected on even numbered years.

Coordinator;

- A) The Coordinator shall be the principle Officer of the Organization and subject to the Board of Directors.
- B) The Coordinator, when present shall preside at all meetings of the Organization.
- C) The Coordinator will sign with the Secretary or any other proper and authorized Officer of the Organization, any instruments which the Board of Directors has authorized to be executed, except where authorization has been delegated to some other Officer or agent.
- D) The Coordinator shall perform all duties of the office and such other duties as may be prescribed.

Vice-Coordinator;

- A) The Vice-Coordinator in the absence of the Coordinator, or in the event of his/her death, inability, or refusal to act, will perform the duties of the Coordinator, and when so acting, shall have the same powers and be subject to the same restrictions as the Coordinator.
- B) The Vice-Coordinator shall perform all duties of the office and such other duties as may be prescribed.

Secretary;

- A) The Secretary shall record written minutes of the proceedings of all Board meetings.
- B) The Secretary shall give and serve all notices to members of this Organization.
- C) The Secretary shall retain all records and documents concerning the business of the Organization, except financial records.
- D) The Secretary shall keep a register of the names, addresses, and phone numbers of all individual members and the affiliated Chapter(s) in which the member has joined.
- E) The Secretary shall keep a register of the names, addresses, and phone numbers of all affiliated Chapters.
- F) The Secretary shall sign all documents or instruments relevant to this office.
- G) The Secretary shall perform all duties of this office and such other duties as may be prescribed.

Legislative Officer;

- A) The Legislative Officer shall serve as the Chairperson of the Organization's Political Action Committee.
- B) The Legislative Officer shall report to the Coordinator, Vice-Coordinator, and the Board of Directors.
- C) The Legislative Officer shall perform all duties of the office and other duties as may be prescribed.

Treasurer;

- A) The Treasurer shall be responsible for and have charge and custody of all funds, securities, and financial statements of the Organization.
- B) The Treasurer shall receive Moneys due and payable to the Organization from any source whatsoever; and give receipts for Moneys received; and deposit all such Moneys in the name of this Organization in approved accounts.
- C) The Treasurer shall serve on any committee handling the financial affairs of this Organization.
- D) The Treasurer shall perform all duties of this office and such other duties as may be prescribed.

Vacancies;

Any elected office vacancy may be filled by the appointment from the Board of Directors. The Officer chosen to fill the vacancy shall serve the un-expired term of his/her predecessor.

Any vacancy created by the addition of an office shall be filled by an appointment by the Coordinator with the approval of the Board of Directors, until the next general election of officers.

Any person elected or appointed to fill a vacancy must meet the same eligibility requirements of any officer as set forth in these By-laws.

Removal of Officers;

The Board of Directors of this Organization may remove any Officer, with cause, at any meeting by a unanimous vote.

ARTICLE IX - COMMITTEES

Standing Committees;

The Coordinator, subject to the approval of the Board of Directors shall appoint members of standing committees, except for the Political Action Committee.

Political Action Committee;

The name of the Political Action Committee shall be IMPAC, (Informed Motorcyclists Political Action Committee)

This Committee shall work toward furthering the involvement of the Organization in Local, State, and Federal legislation by focusing on the legislative branches of Local, State, and Federal governments, and the election of political candidates. The members and the resources of this Committee shall not be used for Judicial or Agency branches of the government, and shall be allowed only limited involvement in the Executive branches of the government.

Responsibility and duties;

- A) This Committee shall have its own and separate treasury, who's monies shall be obtained solely from personal contributions from those that qualify. There shall be no combining of funds with this treasury and any other treasury.
- B) This Committee shall research the positions and views of legislators and political candidates.
- C) This Committee shall research issues and laws pertaining to the rights of motorcyclists
- D) This Committee may pay for all IMPAC expenses as approved by the Board of Directors of ABATE Of South Dakota.

Members and Officers;

- A) This Committee shall have seven (7) voting members, including the Chairperson.
- B) This Committee shall have officers as follows:
 - 1. Chairperson
 - 2. Secretary
 - 3. Treasurer
- C) The lobbyist shall be an ex-officio member.

Responsibility of Officers;

The Chairperson shall;

- A) Preside over all IMPAC Committee meetings.
- B) File and keep written copies of the Committee meeting minutes.
- C) Cast the deciding vote in the case of a tie during this Committee's decision making processes.
- D) Appoint an alternate to chair the committee meetings in the event that Chairperson is unable to attend.
- E) Provide copies of committee meeting minutes to the committee members.
- F) Provide copies of the agenda for the next scheduled meeting to all committee members prior to that meeting.
- G) Subject to the approval of the Board of Directors, shall appoint the members of this committee.

The Secretary Shall;

- A) Attend all IMPAC Committee meetings.
- B) Take accurate minutes at all IMPAC Committee meetings.
- C) Provide a written copy of the minutes to the Chairperson within seven (7) working day of the meeting.
- D) Does not need to be a voting member of this committee.

The Treasurer Shall;

- A) Keep accurate records of all disbursements, to include date, amounts, recipient(s), and reason for disbursement(s).
- C) Keep accurate records of all incoming monies, to include date, amount, method of payment, and name(s) of contributor(s).
- D) Provide a statement of all income and disbursements.
- E) Does not need be a voting member of this committee.

Ad Hoc Committees;

The Coordinator as needed shall form Ad hoc Committees. Members of the Ad Hoc Committee shall be appointed by the Coordinator and shall serve until the Coordinator dissolves the Ad Hoc Committee.

Standing Committee Vacancies;

The Coordinator, subject to the approval of the Board of Directors shall fill vacancies on any Standing Committee.

Ad Hoc Committee Vacancies;

The Coordinator shall fill vacancies on any Ad Hoc Committees.

Accountability of Committees;

The Chairperson of each Committee, or his/her designee, shall report in person to the Board of Directors at any meeting as requested.

ARTICLE X - CHAPTERS

A) Chapters shall be a membership organization aligning itself with the purposes and goals listed in these by-laws.

B) Chapters will be recognized as an affiliation of A.B.A.T.E. of South Dakota, Inc. by a 2/3 majority vote of the Board of Directors.

C) Chapter affiliation dues will be fifty (\$50) dollars to be paid annually.

D) Each Chapter shall have their own By-laws.

E) Each Chapter will be required to hold regular membership meetings after each of ABATE of South Dakota's regular Board of Directors meetings and keep minutes of such meetings, as well as maintain accurate financial records as required by State and Federal laws.

F) The by-laws of A.B.A.T.E. of South Dakota, Inc. shall take precedence over all affiliated Chapter by-laws.

G) Each Chapter will be responsible for electing or appointing a representative to sit on the Board of Directors of A.B.A.T.E. of South Dakota, Inc.

H) Each Chapter will be responsible for the collection of individual membership dues.

I) A Chapter may be removed from its affiliation with A.B.A.T.E. of South Dakota, Inc. by a 2/3 majority vote of the Board of Directors for not meeting the minimum requirements listed in these by-laws, and/or conducting activity contrary to the purposes and goals listed in these by-laws.

The organization, with a 2/3 majority vote, may create a Chapter for the purposes of promotion and fund raising. This Chapter will be governed according to policies mandated by the Board of Directors. This Chapter will not have a seat on the Board of Directors of A.B.A.T.E. of South Dakota, Inc. This Chapter may be dissolved after all obligations of the organization to this Chapter have been met with a 2/3 majority vote.

ARTICLE XI - EXPENDITURES

Expenditures;

The Board of Directors in advance shall approve expenditures of the Organization unless authorization for approval has been designated by the Board of Directors to an Officer, Agent, or Committee of the Organization.

Receipts;

Any expenditure for the Organization shall be verified by a receipt showing date and total amount of transaction. The individual for whom the expense has occurred must state the purpose of the expenditure(s).

Checks/Drafts/Orders For Payment Of Money;

The Treasurer shall sign all checks, drafts, or other orders for the payment of money, and notes, unless authorization is designated to some other person by the Board of Directors.

Deposits;

All funds of the Organization shall be deposited to the credit of the Organization in banks, trust depositories, or other financial institutions as approved by the Board of Directors.

Audit of Financial Accounts;

An internal Audit of all accounts of the Organization shall be conducted by an ad hoc committee appointed by the Coordinator after each election or appointment of the Treasurer. The members of this committee shall be approved by the Board of Directors.

ARTICLE XII - PARLIAMENTARY AUTHORITY

The current edition of "Robert's Rules of Order" governs the Organization in all parliamentary situations that are not provided for in these By-laws.

ARTICLE XIII - DISSOLUTION OF ORGANIZATION

The Organization may voluntarily dissolve by a two-thirds (2/3) vote, conducted at each of two separate, consecutive Board meetings.

In the case of Involuntary Dissolution of ABATE of South Dakota, Inc., all assets of the organization will be placed in the form of a trust under the control of the Motorcycle Riders Foundation (MRF). The MRF will return control of all assets to ABATE of SD upon re-organization or to a like entity.

If within one (1) year, ABATE of SD or a like entity have not (re)organized, the MRF will be free to consider other options for the disposition of ABATE of SD's assets.

The executor of ABATE of South Dakota's assets under the supervision of the MRF will be the Treasurer of ABATE of SD, holding that seat just prior to the Involuntary Dissolution.

If the Treasurer is unwilling or unable to carry out the duties of executor, then those duties will be passed on to the next officer of ABATE of SD authorized to conduct financial transactions prior to the Involuntary Dissolution.

ARTICLE XIV - AMENDMENTS TO BYLAWS

Proposing a By-law change at any Board of Directors meeting may amend these By-laws. The initial motion to amend the By-laws must pass by a simple majority of the votes cast. Final passage of a By-laws amendment shall be done at a separate meeting of the Board of Directors from the meeting that the initial motion for the amendment was made and will require a two-thirds (2/3) majority of votes cast.

DEFINITIONS FOR BY-LAWS OF A.B.A.T.E. OF SOUTH DAKOTA, INC.

(Authorized) Agent - One who, by mutual consent, acts for the benefit of this Organization.

Ballot - A form or piece of paper upon which each Board Member writes his/her vote.

Expenditure - Any action, which involves the disbursement of money or consideration.

Fiscal Year - January 1 through December 31.

Instruments - Any written document that records an act or agreement involving this Organization.

Officer - A member invested with the authority of a particular elected office.

Lottery - A method of chance, used to decide the outcome of a decision.

Quorum - Number of members required at a meeting to transact business.

Reports - Any written or oral statement, which updates the Board of Directors and/or the officers on any past, present, or future activities of this Organization. Financial reports must be in writing.

Roll Call Vote - A vote taken by calling the name of each member of the Board of Directors to determine their vote, and recording their response to be tallied.

Voice Vote - A vote taken by calling "yea" or "nay" and judged by volume of voice response.

