

Topsham Trailriders
ATV/Snowmobile Club By-laws

01/31/2022

ARTICLE I

Name and Location

The name of this organization is Topsham Trailriders ATV/Snowmobile Club. Its location and principal office shall be in Topsham in the County of Sagadahoc and the State of Maine.

ARTICLE II

Purpose and Powers

Section 1:

1. To educate its members and the public in the principles of safety in the use of ATV's and snowmobiles.
2. To act as a liaison between ATV/Snowmobile clubs and the State agencies who are assisting or promoting the sport of ATV and Snowmobile riding.
3. To encourage the use of ATV's and Snowmobiles and the establishment of trails in a manner that will result in a minimum effect on the environment and maximum enjoyment by its members.
4. To promote, among all ATV riders and Snowmobilers, a greater respect for the rights of property owners and other sport enthusiasts.
5. To encourage among its members, an appreciation for the natural and scenic areas of our State and the need for their protection.
6. To coordinate the efforts of its members in matters relating to the use and ownership of ATV's/Snowmobiles and to encourage the passing of legislation in the best interest of both riders and landowners.

Section 2:

To these ends the organization shall be empowered:

To acquire by gift or purchase, whether in trust or otherwise, to hold, sell, convey, assign, mortgage, or lease any property, real or personal, necessary or incidental to the accomplishments of any of its purposes; to solicit funds, subscriptions, pledges, grants, direct loans or other financial aid and to make any other contract in furtherance of its said purposes; and to take such other and further actions as may be necessary for the accomplishment of its said purposes and not inconsistent with the specific limitations of its powers hereinafter recited.

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Unprecedented Event Clause. If for any reason due to unprecedented causes that pose a threat to the membership or the club the club may govern itself outside of these bylaws. The club will stay as consistent as reasonably possible to the bylaws, but health and safety shall take priority.

ARTICLE II

Membership and Dues

Section 1

1. Membership is open to any person of good character and in sympathy with the purposes of the organization upon application to the club and payment of one year's dues. The Club, Club Officers, and all business members will belong to Maine Snowmobile Association (MSA) as well as ATV Maine.
2. Non-Discrimination Statement. Any member, or applicant for membership, shall not be discriminated against on the basis of race, color, creed, age, sex, or national origin.
3. If the club chooses to associate with a third party trail group the board can vote to accept a lesser amount for membership if joined through the third party trail group.

Section 2

Annual membership shall consist of following classes:

1. Regular membership. This membership includes two adults from the same residence and their children under 18 years of age. They will receive a Club ID and sent a newsletter when published. Membership is \$35.
2. Business membership shall include up to a maximum of three (3) employees. Membership is \$150 plus donations for rides/events totaling another \$150 in combined value. The expected support for events is door/raffle items for three ride events, the clubs annual party, and one landowner appreciation event. Business members will be reflected on the Club website, newsletter, and if provided, a banner will be displayed at Club rides. If a business sponsor would like to place their logo on the back of the clubs T-Shirts, they may pay \$50 to reserve a spot. The logo would be placed on the next order of T-Shirts the club does.
3. Associate Member. Members who belong to other ATV or Snowmobile Clubs and would like to be associated with our club. They will receive a Club ID and sent a newsletter when published. Membership is \$15.

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4. Honorary Member. An individual or business may be awarded honorary membership with a two-thirds majority vote of the Board of Directors. Honorary members are only members of the Club, they will not receive membership in MSA or ATV Maine unless dues are paid. They will receive a Club membership ID and newsletter when published. Membership is \$0.
5. Members can choose to also belong to ATV Maine or MSA at a fee equal to the cost of registration.
6. Membership dues are due on or before the Thirtieth (30th) day of April in each year.

Section 3

Members (15 years and older) shall be eligible to vote at all meetings of, and to hold office in, this organization.

Section 5

Member Removal.

1. Membership may be revoked by either a majority vote of regular members during a properly established regular member meeting or a two-thirds majority vote by the Board of Directors. Some, not all, reasons for revocation are listed below.
 - a. If a member violates any law, regulation, or performs any act(s) which could negatively reflect on the reputation and integrity of the organization
 - b. If his/her annual dues remain unpaid sixty (60) days after bills are mailed out by the Treasurer.
 - c. Any reason deemed by the Board to be prejudicial to the interests of the organization.

ARTICLE IV

Meetings of Membership. All meetings for the club are governed by this section.

Section 1

Annual Meetings.

1. The Annual Meeting of this Club shall be held at the Regular Membership Meeting in October of each year. This meeting will be governed by the same rules as a Regular Membership Meeting with the addition of:
 - a. The election of Officers and Board of Directors shall occur at this meeting.

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- b. Discussion on the annual ride plan. A majority vote to approve the annual ride plan will be completed at the annual meeting or the following Regular Membership Meeting.
 - c. Vote to authorize the newly elected President to execute all documents on behalf of this organization.
2. This meeting shall be held at some place within the Topsham area designated by the officers.

Section 2

Regular Membership Meeting.

1. This meeting will be held monthly on the last Monday of each month at 6:30pm at a location to be designated by the officers.
2. Quorum. A quorum for voting purposes at any meeting of the membership shall be one-tenth (1/10) of the membership at the time of the call of the meeting; however, a less interest may adjourn the meeting.
3. Proxies. No voting by proxy shall be permitted at any Regular Membership Meeting of the organization. This includes special meetings of the membership.
4. Notice. Written notice of a change in the schedule of the regular monthly membership meetings may be electronically announced through the club's social media accounts or club website 24 hours prior to meeting. If the club officers believe it is necessary, the notice may be mailed by the Secretary to every member at his/her address last appearing in the organization records. Notice shall be deemed given when posted or mailed.
5. Special Meetings.
 - a. Special meetings of the membership may be called by the President at any time and shall be called by him/her at the written request of five (5) members stating the object thereof. Upon receipt of such request, the President shall forthwith cause the Secretary to issue notice to the membership stating the time, place, and object of such meeting, which shall be held no later than fourteen (14) days after receipt by the President of request therefore. No business not related to the object stated in the request shall be transacted there at.

Section 3

Board of Director Meetings.

1. If needed, the Board will meet immediately before the regular member meeting.
2. Special meetings shall be called by the President at the written request of three (3) board members stating the object thereof. Upon receipt of such request, the President shall cause the Secretary to forthwith issue notice to the Board stating the time, place, and object of such special meeting. The special meeting shall be held not later than five (5) days after receipt by the President of the request, therefore. No business not related to the object stated in the request shall be transacted thereat.

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- a. Special meetings may be held online or over the phone if conducive to the topic. This will be determined by the President.
3. Quorum. A quorum for voting purposes at any meeting of the Board shall be five (5) members; however, a less interest may adjourn the meeting.
4. Proxies. No voting by proxy shall be allowed at any meeting of the Board. Online participation or phone participation does not constitute a proxy for a Board meeting.
5. Attendance: Board members are expected to attend all scheduled meetings during the year. It is expected that at times a member of the board may not be able to attend each meeting due to personal reasons. When this happens, it's expected that the member will contact one of the officers of the club to explain the reason for their absence. If a board member misses more than two (2) regularly schedule Board meetings without an excuse his or her seat on the board may be declared vacant and another person will be chosen to take that person's place on the board for the remainder of that person's term.

ARTICLE V

Officers

Section 1

Number and Designation. The management and administration of the affairs of this organization shall be entrusted to four (4) officers, President, Vice-President, Secretary, and Treasurer.

Section 2

Officer Roles and Responsibilities

1. **President.** The President shall be the chief executive officer of the organization. This person has overall responsibility for monitoring and coordinating club activities.
 - a. They shall serve Dues Free for the Term of office.
 - b. They shall preside at all meetings of the organization.
 - c. They shall review and sign all State required paperwork for the Club
 - d. They shall look forward to the future of the club, devising plans to improve the Club's position
 - e. They shall be the liaison to the state, county, and town.
2. **Vice-President.** The Vice-President shall, in the absence of, or disability of, the President, have and exercise all the powers of the President.
 - a. They will be the business liaison. This will entail sustained and positive outreach regarding the club's activities and the greater Topsham business community, meeting proactively with local business owners to enhance awareness of the club.
 - b. They will share align with the Ride Coordinator for requesting donations/door prizes from local businesses as so in Article II, Section II, Subsection 3 of this document.

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- c. They shall have such other and further duties as the President may from time to time prescribe.
3. **Secretary.** The Secretary shall keep an accurate record of the meetings of the organization.
 - a. They shall give the notice required by the by-laws of all such meetings.
 - b. They shall notify persons of their election to or removal from membership
 - c. They shall conduct the formal correspondence of this organization. When communicating with landowners is required this will be completed with the support of the Landowner Relations Chair.
 - d. They shall have custody of the minute book and other records of this organization.
 - e. *Assistant Secretary.* If this position is required, this position shall be appointed by the Secretary with concurrence from the President. The Assistant Secretary shall fulfill the role of Secretary in the absence of the Secretary and assist in assigned tasks from time to time.
4. **Treasurer.** The Treasurer shall keep the accounts and have charge of the funds of this organization.
 - a. They shall render a written report of the financial condition of the organization to the membership at its annual meeting.
 - b. They shall give written account balances to President for inclusion in the agenda monthly.
 - c. They will monitor accounts for unusual activity and coordinate with the bank to remedy any issues.

Section 3

Committees. The president may from time to time appoint from the membership such committees as in their judgement shall be necessary to further the purposes of this organization.

Section 4

Absences. In the case of the absence or inability to act of either the Secretary or the organization or the Treasurer, the President may appoint a Secretary or Treasurer pro term.

Section 5

Election of Officers.

1. A nominating committee of at least three (3) members may be appointed by the President up to two months prior to the annual meeting with the approval of the Board of Directors.
2. The officers of this organization shall be elected by the membership at the annual meeting of this organization. From the nominees for each office, the one receiving the highest number of votes cast shall assume that office. If there is no more than one nominee for each office, the President may waive the requirement of formal balloting and direct the Secretary to cast one ballot for the nominee.

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Section 6

Terms. The terms of officers shall be one (1) year in length or until their successors are elected.

ARTICLE VI

Board of Directors

Section 1

Number. The governing body of this organization shall be a Board of Directors composed of up to nine (9) persons. Of those elected four (4) of the directors shall consist of the President, Vice President, Secretary, and Treasurer. The remaining positions shall be filled with members of the club.

Section 2

Elections. The elections for non-officer Board of Director positions will be held at the annual meeting of this club after the officers have been elected. In the event of a vacancy on the Board, the membership may choose a person from the membership to fill the unexpired term, unless the officers deem a suitable cannot be found.

Section 3

Term. All Board members serve for a term of one (1) year.

ARTICLE VII

Appointed Positions

Section 1

1. These positions are important enough to the success of the club that the Club has decided to make them permanent positions.
 - a. These positions are appointed by majority vote at the Board of Directors Meeting following the Club's Annual Meeting.
 - b. The people elected to these positions will serve for one (1) year.
 - c. If a position becomes vacant the Board may decide to fill it at any properly established club meeting.

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2. **Trail Master.** This person will coordinate regularly with the Landowner Relation Chair and Ride Coordinator Chair. This person will serve dues free for the term of their appointment.
 - a. They are responsible for the condition of the trails.
 - b. They monitor for undue safety hazards and maintenance issues.
 - c. They are responsible for developing a long-term maintenance plan to properly maintain the club's trail system. This plan will be provided to the board annually in April of every year. The plan will include major projects for the year and a proposed timeline.
 - d. They are responsible for scheduling and coordinating everything needed for work parties on the trail.
 - e. This position may have a number of assistant trail masters that is appropriate for the current workload.
 - f. *Assistant Trail Master.* This position will support and assist the Trail Master on all aspects of their role.
3. **Landowner Relations Chair.** This role will coordinate regularly with the Trail Master and Ride Coordinator Chair.
 - a. They will be the liaison between landowners and the club.
 - b. They will be responsible for gathering required permissions from landowners on a regular basis.
 - c. They will be responsible for maintaining landowner contact information for the club.
 - d. They will talk and meet with landowners to resolve any issues that arise.
 - e. They will have access to \$500 for the purpose of landowner relations that can be utilized for trail cleanups, landowner dinners, or other things to show landowner appreciation as long as the State continues to supply the reimbursement to the Club.
 - f. They will fulfill any other trail related tasks not specified in this description.
4. **Ride Coordinator Chair.** This role will coordinate regularly with the Trail Master, Landowner Relations Chair, and Vice President. If needed the Board of Directors can appoint two Ride Coordinators, one for ATV and one for Snowmobile season.
 - a. They will coordinate all facets of club rides.
 - b. They will develop an annual schedule for Club rides and present it to the club at the Annual Meeting.
 - c. They will coordinate with the Vice President to ensure each ride event has appropriate door/raffle prizes.
 - d. Prior to each in town ride event they will coordinate with the Landowner Relations Chair to understand the current landowner status.
 - e. Prior to each in town ride event they will ensure the President has communicated the event with local law enforcement.
 - f. They will coordinate so the appropriate club equipment is at the ride. For example, the number of tables, chairs, tents, signage, paperwork, and anything else the ride may call for.

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- g. They will have authority to draft social media posts for the club for the purposes of promoting and coordinating rides. Final posting authority resides with the President unless he/she delegates it.
 - h. They will fulfill any other ride coordination related tasks not specified in this description.
- 5. Membership Chair.**
- a. They will maintain the club's official membership records that includes all information on the membership application as well as any additional information that helps with recruitment or membership maintenance.
 - b. They will process new membership applications by confirming payment has been received by the club, all information has been provided by the applicant, and create/send a new membership packet to the applicant.
 - i. New Membership Packets shall, at a minimum, include the appropriate number of membership IDs, copy of the latest newsletter, the latest trail map, and a welcome letter to the club.
 - c. They will coordinate membership registration to ATV Maine or MSA. This can be delegated.
 - d. They will fulfill any other membership related tasks not specified in this description.

ARTICLE VIII

Finances; Execution of Documents and Expenditures

Section 1

Finances. All organizational funds shall be deposited in such bank as may from time to time be designated by the Board of Directors. Organization checks shall be signed by the Treasurer and/or President.

Section 2

Expenditures. Expenditures shall be allowed as follows:

1. \$0-\$200 can be spent by the Secretary, Treasurer, or Trail Master with prior contact with the Treasurer to make sure the club has the funds needed.
2. Up to \$500 can be spent by the Trail Master and Landowner Relations positions with prior contact with the Treasurer to make sure the club has the funds needed as long as the cost is reimbursable by the state grant program.
3. \$0-\$500 can be spent by the President with prior contact with the Treasurer to make sure we have the funds needed.
4. \$500-\$1000 shall require a majority vote of the Board of Directors.

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5. \$1000+ shall require a majority vote of all members in attendance during a properly established meeting if it is reimbursable by the state grant program.
6. \$1000+ shall require a majority membership vote if the funds are not reimbursable by the state grant program.

Section 3

Execution of Documents. When authorized by the Board of Directors, the President shall execute all documents on behalf of this organization. This will be voted on at an the annual meeting once the new Officers have been elected.

ARTICLE IX

Affiliations

1. This organization shall be affiliated with the Maine All-Terrain Vehicle Association.
2. This organization shall be affiliated with the Maine Snowmobile Association.

ARTICLE X

Certificate of Organization

1. The Certificate of Organization of this organization and these by-laws may be amended by a two-thirds (2/3) vote of the membership attending that meeting, provided the substance of such amendment has been included in the notice of the meeting.
2. The Board must present all by-law changes to the membership at a regular membership meeting. These recommended changes will be open to discussion at two (2) regular membership meetings and voted upon at the Second regular membership meeting.
3. The organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c) (7) of the Internal Revenue Law, or by an organization, contributions to which are deductive under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).
4. In the event that this organization should fail, upon dissolution of the organization, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the organization, dispose of all of the assets of the organization exclusively for the purposes of the organization in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(7) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the County in which the principal office of the organization 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.