

LAS CRUCES FOUR WHEEL DRIVE CLUB BY-LAWS

ARTICLE I. Name

A. This organization shall be known as the Las Cruces Four Wheel Drive Club, which may also be known by the initials LCFWDC.

ARTICLE II. Objectives

LCFWDC (the “Club”) is organized as a social club for the purpose of:

- A. Fostering and encouraging a spirit of oneness, friendship, and adventure amongst Club members and between the Club and other groups and individuals interested in off-road travel and exploration.
- B. Providing social, educational, and recreational activities for its membership.
- D. Promoting and participating in safe and responsible four-wheel drive activities.
- E. Keeping members of legislatures informed of the needs of vehicular recreation.
- F. Informing members of pending legislation and land use matters which affect the club’s ability to participate in 4x4 activities.
- G. Enjoying and protecting all local, state, and national resources.
- H. Assisting governmental agencies in the development of off-highway trails and areas.
- I. Rendering aid and assistance as needed with off-road recovery and search and rescue assistance, within the means and capabilities of Club members.

ARTICLE III. Membership

A. There shall be three (3) classes of membership: Individual, Family, and Honorary.

- 1. Individual membership is a paid membership that includes one adult and one vote at regular Club meetings.
- 2. Family membership is a paid membership that includes two (2) adult family members who are listed on the registration form. Each registered member gets one vote at regular Club meetings.
- 3. Honorary membership may be bestowed upon a person or business by vote of the Board Members at any regularly scheduled Club meeting, in recognition of service or donation of money, merchandise, services, or equipment to the Club. Honorary memberships do not include a vote on any Club issue.
 - a. A plaque or certificate suitable for display will be presented to such honorary members.
 - b. Honorary membership is a lifetime membership which can only be rescinded for cause by a vote of the Club’s members.

B. Membership shall be limited to members in good standing who are registered owners of a **full-size four-wheel drive vehicle**, are at least eighteen (18) years of age, and hold a valid driver’s license to be able to drive in Club functions. All members must comply with New

Mexico State regulations and restrictions. Vehicles are to be registered and properly insured in accordance with The Mandatory Financial Responsibility Act (MFRA) (§§ 66-5-201 through 66-5-239).

C. Good standing is defined as having current dues payment and conduct in harmony with the Club objectives listed in Article II.

D. Any membership may be terminated, or not renewed, for cause by a two-thirds majority vote of the Board of Directors at any Board Meeting. Persons whose membership is terminated or not renewed will be informed within 10 days of the Board's vote by a written letter dated and signed by the Club President. The letter will explain the reasons for such action by the Board. Unless otherwise specified by the Board, no dues paid will be returned.

ARTICLE IV. Officers

A. Club Officers shall be:

- President
- Vice President
- Secretary
- Treasurer

B. No one member may hold more than one (1) office at a time, with the exception of the offices of Secretary and Treasurer, which may be combined at the discretion of the Board of Directors.

C. No officer shall be related to nor live in the same household as any other officer.

ARTICLE V. Board of Directors

A. There shall be seven members of the Board of Directors (the "Board") as follows:

- The elected officers identified in Article IV; and
- Either three or four elected members of the Board (depending on if the offices of Secretary and Treasurer are combined) to comprise a total of seven members on the Board.

B. At the end of the President's term of office (defined in Article VI, paragraph E),, the former president will hold an **advisory-only** position on the Board of Directors for one year after the end of the term of the presidency for the purpose of providing continuity and institutional memory. The advisory position does not have a vote on the board and is not included as one of the seven elected members of the Board. The former president may run for any position on the board at the end of the advisory term.

C. The Board of Directors shall meet monthly. A quorum of the Board is defined as five members present to conduct Club business.

D. At regular Club meetings, all members of the Board of Directors may vote on motions along with the membership, except for the President, who may only vote to break a tie.

ARTICLE VI. Election of Officers and Board of Directors

A. The Annual Election of Club Officers and Board of Directors shall occur at the regular Club meeting in November of each year.

B. Nominees for all offices shall be Regular Members in good standing.

C. All terms of office shall be for one (1) year, from January 1 to December 31.

D. Any vacancy occurring on the Board of Directors shall be filled by vote of the members at the first regular meeting after the vacancy occurs. Should there be no qualified candidates, the office may be left open until such time as there are qualified candidates. The President of the Club may appoint a member in good standing to perform the duties of the vacant office in the interim

E. All officers and board members will serve no more than two (2) consecutive terms in the same position. An officer or board member may run for a different position at the end of their term.

ARTICLE VII. Recall

A. An elected officer may be recalled by a two-thirds vote of the members present at any regular meeting.

B. Officers should endeavor to attend all regular meetings. Absence from two (2) consecutive board meetings without notification to the President or another officer of the Club shall constitute grounds for immediate removal from office.

C. The Board of Directors may remove any officer or board member for cause by a majority vote of its assembled quorum.

D. An election for the position of the removed officer or board member will be held at the next regularly scheduled Club meeting.

ARTICLE VIII. Amendments

Amendments to the Bylaws require a vote of approval by the club membership; amendments to the SOP require a vote of approval by the Board, as set forth below.

A. The By-Laws and Standard Operating Procedures will be reviewed and revised as needed for compliance with laws or due to changes in the manner in which the Club operates.

B. Proposed revisions or amendments to the By-Laws or Standard Operating Procedures will be presented to the Board in writing.

C. Any revision or amendment to the By-Laws that is approved by a majority of the Board will be put forth to the general membership. The revised or amended By-Laws will be distributed to the membership once they are approved by the Board. Any revisions or amendments must be approved by a two-thirds vote of the members present at any regularly scheduled Club meeting. The Club's members will be informed of the date of the upcoming vote at least two weeks prior to the Club meeting. The club membership will be notified of the outcome of the vote by email. The website will be updated to reflect the changes within a reasonable amount of time after the changes are approved by the membership.

D. The Standard Operating Procedures must be approved by a two-thirds vote of the entire Board at any regularly scheduled Board meeting. The club membership will be notified of any changes to the Standard Operating Procedure by email and at the next regularly scheduled club meeting. The website will be updated to reflect the changes within a reasonable amount of time after the changes are approved by the Board.

ARTICLE IX. Dissolution

A. In the event it shall be found necessary, for any reason, to suspend further operation of this Club, any lawful indebtedness and obligations will be discharged under the guidance of the Board of Directors. Thereupon, after the satisfaction of such obligations, all residual assets of every kind shall be conveyed by this Club, acting through its proper officers, to such educational, scientific, benevolent, or charitable organizations as may be selected by the Board of Directors.

STANDARD OPERATING PROCEDURE (SOP)

Las Cruces Four Wheel Drive Club

Rev. Revised 9/1/2024, Approved by Membership 9/10/2024 (Date of acceptance)

Supplement to the By-Laws

SECTION I. Membership and Dues

A. Prospective new and renewing Members must apply for membership and sign Hold Harmless to be in Good Standing each year. The application and Hold Harmless agreement must be filled out whether applying online or in person at a club meeting or event. A member must be in Good Standing to join club trail runs or events specified as club-only.

B. Membership dues shall be established by the Board of Directors. Any changes to the dues schedule will be made effective at the start of the following fiscal year.

C. As of the date of January 1, 2025, Individual Membership dues shall be \$25.00. Family Membership dues shall be \$35.00. There are no dues for honorary members.

D. New members pay full year's dues the day they join. Dues will not be pro-rated.

E. Dues will be delinquent on the first day of February and all rights and privileges of membership will end.

F. Payment can be made online at any time or in person at the regular meeting. Payments made by credit card may be subject to a nominal convenience fee.

G. Membership applications for the current year will be available January 1 of that year. Annual dues can be paid at that time. Dues payments for the upcoming year will not be accepted - dues payments will only be accepted for the current year.

SECTION II Voting

A. For every action proposed, moved, and seconded at Club meetings, each voting member present at the meeting shall have one vote per person in accordance with Article III of the By-Laws.

B. With the exception of the election of officers, as explained in Section II (E) below, votes may be taken by voice or by a show of hands. There shall be no proxy votes.

C. The President shall not vote on motions before the membership except to break a tie. The President may vote in elections of officers and Board members.

D. The voting members present at any regular Club meeting shall constitute a quorum, and a majority vote of those members shall be sufficient to pass any action taken unless otherwise specified in the By-Laws or the SOP.

E. Voting in the election of officers at the Annual Election is defined in Article VI of the By-Laws, Election of Officers and Board of Directors, and in accordance with the following procedure:

1. The Annual Election shall be held during the regular Club meeting in November of each year, at which time officers shall be elected for the following fiscal year.
2. Any person who wishes to run for the Board, whether as a member or officer, but who will not be at the meeting must email a letter of intent to the secretary and the Club's information email address at least two weeks prior to the elections.
3. The slate of nominees will be presented to the general membership by the issuance of a Club email not later than one week immediately preceding the Annual Election.
4. Additional nominations may be made from the floor during the Annual Election.
5. Nominees for office must be present at the Annual Election or have previously filed a letter of intent to accept a nomination for and to serve in that office, if elected.
6. Nominees for all offices must receive a plurality of votes to be elected.
7. Voting members may vote for only one candidate for each office specified in Article V (President, Vice President, Secretary, Treasurer). Voting members may vote for either three (3) or four (4) candidates for members of the Board from among all those nominated, depending, as specified in Article V, on whether the offices of Secretary and Treasurer are combined.
8. Votes will be counted by two volunteer Club members who are not running for election.
9. Ballots with more votes than specified above will be invalid.
10. A sample ballot is provided as Form 1 attached to the SOP.
11. New officers will take office on January 1st.

F. In regular club meetings, each member gets one vote as explained in Article III, Membership, of the By-Laws. In meetings of the Board of Directors, each officer, including the president, and each Board member receives one equal vote on all Board actions.

SECTION III. Duties of Officers

A. The President shall preside at all meetings, carry out the policies and decisions of the members, and appoint and/or dissolve committees as deemed necessary. The president will vote at meetings of the Board of Directors on all issues before the board. (S)He shall be an additional authorized signer, with the Treasurer, on checks drawn on the Club checking account; and is authorized to conduct the financial business of the Club in the absence of the Treasurer.

B. The Vice President shall assist the President and shall perform the duties of the President in his/her absence. (S)He shall oversee the planning of the Club's trips. (S)He shall appoint a Trip Leader to be responsible for planning, scouting and guiding of each trip. (S)He may be assigned special duties by the President. (S) He will plan the annual New Year's Day Ride as the last duty of the year in preparation for transition to the next term.

The President and Vice-President should be knowledgeable of other Clubs, organizations and government activities and possible Club involvement with them.

C. The Secretary shall keep the minutes of all meetings, maintain an accurate list of names and addresses of all Club members, draft or design ballots for votes, and have custody of the secretary's computer. (S)He shall convey the secretary's computer and any paper records to the successor of the office at the end of their term.

D. The Treasurer shall have custody of all monies of the Club and shall receive all incoming funds. (S)He shall maintain a checking account for the purpose of conducting the financial business of the Club, will have custody of the treasurer's computer, and will maintain inventory of all Club-owned computers. The Treasurer will collect the mail from the Post Office box. All expenditures will be approved by the Board of Directors. The Treasurer shall keep accurate records of the financial business of the Club and shall convey the treasurer's computer and any paper records to the successor in this office. The Treasurer shall not be related to or live in the same household as any person handling the finances for any fundraiser.

Functions of the Board of Directors include:

1. Developing/formulating policy for the operation of the Club.
2. Approving expenditures of Club funds in amounts not to exceed five hundred dollars (\$500. 00).
3. Investigating alternative options for conducting the Club's business and developing proposals to be presented to the general membership for approval.

4. Planning activities.
5. Interacting with other agencies and organizations on behalf of the Club.
6. Each board member is required to lead a trail of their choice and to their comfort level each year outside of the Chile Challenge week.

SECTION IV. Meetings

- A. Regular Club meetings will be held on the second Tuesday of each month, with the exception of the month in which the Chile Challenge is held.
- B. Board meetings shall be held once a month and may be held more often at the discretion of the Board of Directors.
- C. Notice of Board meetings, including the time and place of the meeting, will be placed on the Club's calendar so members of the Club can attend if they so choose.
- D. All meetings of the Club will be conducted in a manner to allow orderly deliberation.

SECTION V. Finances

- A. For financial purposes only, the Club's fiscal year shall begin on July 1 and end on June 30.
- B. Two signatures will be required on all checks drawn on the checking account. Authorized signers of Club checks may be the President, Treasurer, and one other officer or Board Member to be selected by the Board of Directors. Signees must have electronic access to all financial accounts and will review the accounts quarterly, at a minimum. No two authorized signers may be related or live in the same household..
- C. Two debit cards will be issued to persons designated by the board for purchases such as door prizes and event needs. The receipt for these purchases will be attached to Form 2, attached to the SOP, which will be filled out by the debit card holder. Any purchase that is unauthorized will be paid for by the purchaser.
- D. All receipts for Club expenditures, regardless of the amount, will be given to the treasurer to keep accurate records.
- E. Certain expenses incurred by officials or members of the Club are considered to be reimbursable when incurred on behalf of the Club, and must be authorized in advance. Reimbursement must be approved by the Club president or vice president and treasurer. The request should be submitted in writing and receipts returned before a check is issued for reimbursement. Cash reimbursement will not be made. Any reimbursement over five hundred dollars (\$500.00) must be approved by a majority vote of Club members.

F. No official nor member of the Club may receive monetary compensation for services(s) (s)he may volunteer or donate to the Club. Club officers and board members will not be compensated for their duties to the Club.

G. Three door prizes will be obtained each month to be raffled at the regular Club meeting. The cost of the door prizes will not exceed \$100 each month.

H. An audit shall be completed every three years by an independent financial auditor (CPA or other financial professional).

SECTION VI. Safety

A. Members and guests at Club functions shall abide by all laws of the State of New Mexico applicable to motorized vehicles, recognizing that highway laws also apply to off-highway travel on public lands. All vehicles must comply with New Mexico state regulations and restrictions. Vehicles are to be registered and properly insured in accordance with The Mandatory Financial Responsibility Act (MFRA) (§§ 66-5-201 through 66-5-239).

B. All members and non-members must sign a hold harmless agreement prior to participating in events hosted by the Las Cruces Four Wheel Drive Club. If the event participant is younger than 18 years of age, a parent or legal guardian must sign the hold harmless agreement on behalf of the minor. If the parent or legal guardian is not present and their signature was not obtained in advance of the event, an electronic signature or electronic statement (I.e., email) from the parent or guardian is acceptable. Any electronic statement must include the name of the child participating in the event, the name of the parent or guardian agreeing to the hold harmless agreement, confirmation that the parent or guardian has read and understood the hold harmless agreement, and a statement that they are providing an electronic signature to the agreement. As an example, please see the following:

I, Jane Doe, am the parent/guardian of John Doe. I have read and understood the Las Cruces Four Wheel Drive Club's hold harmless agreement. I am providing this statement as my electronic signature to the hold harmless agreement and am giving my child permission to participate in the Las Cruces Four Wheel Drive Club event on January 1, 2022.

C. Members and guests shall abide by the TREAD LIGHTLY concept and use trail etiquette

1. Always be considerate
2. Yield right of way to mountain bikes, horses and hikers
3. Yield to a vehicle driving uphill
4. Let people know how many people are behind you
5. Keep track of the vehicle behind you

6. Closely observe the vehicle ahead of you
7. When stopped, pull completely off the trail if possible
8. Stay on Marked Trails
9. Pack out what you take in

D. The ultimate authority on the trail is the trail leader. If there is a breakdown, the trail leader will discuss options with the vehicle owner to decide the best course of action for repair or removal.

E. Operating any motor vehicle while under the influence of alcohol or drugs (legal/illegal) is prohibited Section 66-8-102 NMSA 1978. Trail Leaders or Club officers will eject violators from the event.

F. Consumption of alcoholic beverages during Club non-driving parties/gatherings shall be kept to a minimum and used with discretion. Persons found to be drinking excessively or under the influence of legal or illegal drugs will be dealt with on an individual basis and subject to possible suspension/removal from The Las Cruces Four Wheel Drive Club.

G. Pets accompanying their owners must always be under the owners' control and supervision. In the event the animal is consistently a safety issue, the pet will no longer be allowed to attend events.

H. No firearms on any property where prohibited by law. Recreational discharge of firearms will not be allowed during any Club function other than those sanctioned by the Club, such as a Turkey Shoot using strict adherence to safety and proper handling of firearms.

I. Know where you are driving, respect private property, stay well away from livestock, and wildlife and their water sources. The BLM regulates the use of roads, trails, and land under its jurisdiction to meet specific land management objectives, to protect resources, and to provide public safety. Observe posted signs. Fenced areas marked "sensitive wildlife" and "plant habitat" are "closed" to vehicle use. The "open" riding areas are also posted and those on foot should be aware of their locations.

SECTION VII. Information Media

The Las Cruces Four Wheel Drive Club operates three primary forms of information media: email, websites and social media platforms.

A. Emails

The email list is the official means of communication to the club members of club activities, events, official business, and other matters of general interest. The emails are

produced through a marketing platform, by a(n) editor(s) appointed by the Club President. The editor(s) is/are responsible for the form and content of the emails, within such guidelines as may be established by the Board of Directors.

1. A liability statement must go at the footer of the email to release the club from any liability of harm for sharing the information.
2. Official Club logo shall be included on the email.
3. Permission from outside groups must be obtained prior to publishing the group's event information.
4. All materials published in Club emails should be consistent with the Tread Lightly Guidelines.
5. Information, logos, images, and photos copied from outside sources must only be used with proper attribution and within copyright restrictions.
6. The Club email platform will solely be used for communication relating to the Las Cruces Four Wheel Drive Club.

B. Websites

1. Lascrucesfourwheeldriveclub.com is the website for all club information, such as the following:
 - Club mission statement with tread lightly principals and trail etiquette,
 - Membership and renewal options,
 - Club Hold Harmless Agreement,
 - Club calendar updated monthly,
 - A list of current board members,
 - Club contact information,
 - Trail ratings and description or explanation of each rating,
 - Club histories, and
 - Trail maps with disclaimer.
2. The website should be structured and maintained in a manner that is attractive, professional and accurate, while supporting the aims and goals of the Club.
3. The Club website will be maintained by a Club member or members designated by the Board of Directors. The Club President will appoint a second club member to review and approve all media before it is published on the website.
4. The Club website is to be in templated format only for ease of arranging content onto a web page quickly.
5. All links to commercial websites or YouTube videos must be associated with a club sponsor or vendor.

C. Social Media:

1. The social media administrator(s) will be appointed by the Club President. The editor(s) is/are responsible for the form and content of the emails, within such guidelines as may be established by the Board of Directors.
2. All interactions must be respectful with constructive communication, interacting with others in a polite manner, even when expressing differing opinions.
3. All comments must be reviewed and cleared (moderated) before they are posted. Comments must not be posted if they contain the following:
 - Blatantly partisan political views,
 - Explicit commercial endorsements,
 - Contain personal attacks or cyberbullying;
 - Discriminatory or racist,
 - Overtly offensive or include offensive language,
 - obscene,
 - inflammatory,
 - unlawful
 - or otherwise are statements, language or content not in accordance with the objectives of the Club.
4. Privacy and Data Protection

The Moderator will respect the privacy of others by not sharing personal information without permission and will be mindful of data security and privacy settings.
5. Responsible Content Sharing

The moderator will be responsible for verifying the accuracy of information to the greatest degree possible before sharing and will avoid sharing information not related to the Club or Club activities.
6. Proper Attribution and Copyright

The moderator must give credit to creators and photographers when sharing their content and respect copyright laws by not plagiarizing or using copyrighted material without permission. Permission from outside groups must be obtained prior to publishing the group's event information.

SECTION VIII. Fundraisers

A. The Club may host any fundraising activity that meets with the goals and objectives of the Club. Should one or more Club member wish to host a fund raiser, they must first seek approval from the Club Board. Once approved by a majority of the board members, the fund raiser will be presented to the membership to seek volunteers to assist with the fund raiser.

No Club member should conduct a fund raiser on behalf of the Club without additional volunteers to assist. If no volunteers can be found to help, the fundraiser will need to be delayed until a sufficient amount of volunteers are available to assist with the activity.

B. The Club's primary fund raiser is the Chile Challenge. The Chile Challenge will be a standing event, hosted every year by the Club, unless and until it no longer meets the Club's goals and objectives, no longer serves the purposes of the Club, or location and permits cannot be obtained.

1. Should the Chile Challenge need to be postponed or canceled for one or more years, the membership should be notified of the reason and discussion sought as to alternatives which would allow the event to continue.
2. The event cannot be discontinued without discussion from the membership and approval from 2/3 majority vote of the membership in attendance at a regular Club meeting.
3. The Chile Challenge should be planned as far in advance as possible so that advertising can be distributed to attendees at the prior year's Chile Challenge.
4. Any significant changes to the event must be approved by a majority of the membership in attendance at any regular meeting.
5. The Chile Challenge income statement will be given at the November meeting.
6. The budget for the following year must be approved by a majority of the membership present at the regular November membership meeting.
7. Once the budget is approved, nominations will be accepted for the Chile Challenge coordinator. If no suitable volunteer is accepted by the membership, an event planner or coordinator will be retained in accordance with Section VIII, Paragraph C.

C. If it is necessary to obtain the services of an event planner or coordinator to plan the fundraiser or event, the club will issue a request for proposals for the planning and coordinating of the event. The planner or coordinator will be hired as an independent contractor. The coordinator as well as their agents and employees shall not be considered employees of the Club under any circumstances. The coordinator shall be and remain an independent contractor and nothing contained in any agreement shall be construed as inconsistent with this status.

1. The coordinator must enter into a written agreement which specifies that the event planner and their agents and employees are not employees of the Club. The contract must also contain the purpose of the event, the duties of the event planner, and how the person will be paid.
2. If an event planner or coordinator is hired to plan an event or fund raiser, a board member will be appointed by the Board to supervise the planning of the event and to give regular updates to the Board. If there is no board member willing or available to serve in this position, a volunteer will be sought from the regular membership at the next Club meeting. The member's primary duties are to ensure the event is being planned with the goals and objectives of the club in mind and to act as the primary contact person for the coordinator.
3. Any coordinator hired will have the knowledge, training, and skill to plan the event for which they are hired to plan.

4. Should the coordinator hire staff or subcontractors to assist in planning the event, the Club will not be responsible for paying those persons and those persons will not be employees of the Club. The coordinator must maintain insurance, including workers compensation insurance if and when required by law, to cover any accident or injury to the staff or subcontractor. Any insurance policy purchased should list the Las Cruces 4x4 Club as a second insured party.

SECTION IX: Privacy policy

The Club collects and uses personal information for purposes of providing Club members information about club events and information pertaining to the Club. Personal Information will be protected by security safeguards that are appropriate to the sensitivity level of the information. We take all reasonable precautions to protect your Personal Information from any loss or unauthorized use, access or disclosure.

The Club does not sell, give away, or distribute personal information to third parties or non-club members. If a member directory is distributed, each member will have the opportunity to decide if their information is included and what information will be given (ex: name and phone number only).

In certain circumstances, the purposes for which information is collected may be clear, and consent for use of personal information may be implied, such as your name, address and payment information are provided as part of the order process. Club members provide personal Information as a choice.

Pictures and video may be taken at Club meetings and events for use and distribution by the Club for purposes of information and promotion of the Club. By attending a Club meeting or event, you are consenting to use of photo and video of you and/or your vehicle.

The Club cannot control use of pictures and video by event participants but will make every effort to safeguard personal information.