



## **CONSTITUTION AND BYLAWS**

### **As amended to August 2008**

#### **ARTICLE I. NAME AND OBJECT**

- Section 1. The name of this association will be the Montana 4X4 Association, Inc. (M4X4A)
- Section 2. The object of this organization will be:
- a. To maintain closer contact between four WD clubs.
  - b. To promote cooperation, friendship, and more 4-wheeling between clubs.
  - c. To bring forth a united voice and effort to benefit 4WD owners in any matter concerning 4-wheeling in any way.
  - d. To promote safety through observance of state and national vehicle laws and by maintaining safety equipment appropriate for off-road use.

#### **ARTICLE II. MEMBERSHIP**

- Section 1. Voting membership in the M4X4A will be limited to individuals belonging to a 4X4 club participating in the M4X4A and in good standing with M4X4A. Each \$25.00 membership will receive one (1) vote. A Member-at-Large with a \$30.00 membership will receive one (1) vote. All related organizations and interested individuals and corporations may apply for non-voting Associate Memberships, and non-voting Advisory Council Membership. Individual voting may be done only at the annual Convention held in April, voting at all other a Regular Business Meetings will be done by members of the Executive Board and Delegates or Alternate Delegates only.
- a. An Advisory Council consisting of Advisory Council members who have paid their annual dues will be set up to aid and cooperate with the M4X4A. This council may include persons, organizations and corporations with an interest in, and a desire to support the activities of the M4X4A.
  - b. Advisory Council members are encouraged to present recommendations as to the activities and performance of the M4X4A at the designated meetings.
- Section 2. There will be no limit to the number of 4WD clubs in the M4X4A.
- Section 3. Any incorporated Four Wheel Drive Club is eligible for membership in the M4X4A.

Members-At-Large will not be limited to residents of Montana.

- Section 4. Application for (voting) membership of a club and Member-At-Large status will be submitted to the Secretary of the M4X4A. Such application will include name and type of club, length of organization and date organized, incorporation number, current officers and trustees, date of approval, and signatures of M4X4A officers. No applications for membership will be accepted from any club having an incorporate name, which is duplicated name of any M4X4A club. This will exclude local and/or area and those name or words which will be synonymous with/or to four wheeling, such will not be considered as duplication.
- Section 5. Individuals with 4X4 vehicles and not members of an organized club will make direct application to the M4X4A Secretary. They will provide data as to type of 4X4 owned, permanent address and phone number.
- Section 6. Submitted club applications will be accompanied by a set of By Laws which are used to govern the club making the application.
- Section 7. All members will be notified of any pending applications of any incorporated 4X4 club and/or any application for associate Membership or Advisory Council Membership.
- Section 8. Any legally incorporated 4-wheel drive organization wishing to join the M4X4A will submit an application to the Association as required in Article II, Sections 5 and 6, during or prior to any regular meeting of the Association. The delegates of such organization will attend the First Associated meeting after applying for membership, or the meeting at the time of application for the introduction and to give a brief history of their organization. The acceptance of the organization applying for membership will be left to the discretion of the Board of Directors of M4X4A. The vote of the Directors shall be at the next regular meeting after introduction, providing the new organization delegates are registered at that meeting, and acceptance shall be known.
- Section 9. No application for membership into the M4X4A will be held longer than two consecutive regular meetings of the M4X4A Board of Directors. Failure of the applicant club Delegates to be present, as required in Section 8, to allow consideration at the two meetings, will constitute automatic rejection of said clubs application.
- Section 10. Upon withdrawal of a member or membering club from the M4X4A for any reason, all M4X4A property being used by the member or membering club will be returned to the respective club Secretary, or the membering club to the M4X4A Secretary. The Delegates of the withdrawing member or membering club will be responsible for returning of such property, and the insignia displaying the M4X4A name.

- Section 11. It shall be the responsibility of each member club to provide the Association with a permanent post office box, and/or a permanent mailing address, phone numbers of Regional Vice-President, Delegates and Alternates.
- Section 12. No member or officer of the M4X4A shall state policy, incur debt, endorse products or organization, in the name of the M4X4A without prior knowledge and approval of the M4X4A and its members. Willful disregard for this will subject the offending member to reprimand, fine, impeachment or expulsion as determined by the Board of Directors.
- Section 13. Full membership of incorporated clubs not in the State of Montana will be subject to approval of 2/3 of the Board of Directors.
- a. New Regions will be implemented as required by the Board of Directors.
  - b. Regional Vice-Presidents and Delegates will be elected and attend all Regular Delegates Meetings, Annual Conventions, and Special Meetings. They will have all the same voting rights and privileges as other Regional Officers and Delegates.

### **ARTICLE III. DUES**

- Section 1. Each club application for membership into the M4X4A shall have a non-refundable one (1) dollar per member initiation fee. This fee will be in addition to the clubs first year dues. A dues and initiation fee to accompany application.
- Section 2. All 4X4 Clubs affiliated with the M4X4A will maintain 100% of their membership in the M4X4A. Dues will be \$25.00 per membership.
- a. All individuals not belonging to the M4X4A member club will be a Member-At-Large. Dues will be \$30.00 per year.
  - b. Non-voting Associate clubs to the M4X4A (i.e., Snowmobile Clubs, Cycle Clubs, etc.) shall pay dues of \$25.00.
  - c. Non-voting Advisory Council Members, i.e., businesses and firms with an interest in the purposes of the M4X4A will pay annual dues of \$25.00.
  - d. New membership dues will be prorated. After June 1, the full amount will cover the current year
- Section 3. Club dues will be paid to the Secretary of the M4X4A and said dues will be accompanied by an up to date membership list of the club including current address and phone number.
- Section 4. Dues will be in arrears 30 days after a due date of July 1, and a 10% per month penalty will be added to all late dues. Nonpayment of dues following two (2) regular business meetings after due date will be cause for dismissal from M4X4A. Club dues that are sixty (60) days in arrears after July 1 will be subject to the one dollar (\$1.00) initiation

fee as well as the 10% per month penalty.

Section 5. Entire Section Deleted

#### **ARTICLE IV. MEETINGS**

Section 1. The M4X4A shall hold four (4) regular business meetings each year. One will be held in conjunction with the Annual Convention in April, one in July, one in October, and one in January, the later three to be henceforth known as a Regular Delegates Meetings. At Regular Delegates Meetings, only members of the executive Board and Delegates, or Alternate Delegates may vote. Regular Delegates Meetings will be at location as agreed by the Delegates.

- a. Bids for convention, the annual meeting, must be presented in writing, stating proposed prices, location, and date. To be voted on at the regular delegates meeting in January.
- b. There will be no M4X4A Convention or regularly scheduled Delegates meetings in conjunction with any 4X4 rallies.

Section 2. A minimum of two-thirds (2/3) of the Board of Directors and twenty-five (25) members will constitute a quorum for the annual Convention.

Section 3. Omitted.

Section 4. In an emergency, the President, Executive Vice President, or the Secretary may call a special meeting of the Board of Directors and Delegates with a ten (10) days notice to all member clubs and Board members.

Section 5. Orders of the conduction of meetings are according to Roberts Rules of Order in all matters not covered by these by-laws.

Section 6. The executive Board may meet at times and places designated by the Executive Board between each regular Delegates meeting and Convention.

#### **ARTICLE V. OFFICERS**

Section 1.

- a. The elective officers of this organization shall be the President, Executive Vice President, Secretary, and Treasurer. There shall also be Regional Vice Presidents

selected from within their own region that shall with the above officers and the immediate Past President of the M4X4A constitute the Board of Directors. The Past President shall serve for a term of one (1) year and shall be known as the Director-At-Large. If President is re-elected for a consecutive term, the office of Director at Large may be held by the Past President or another member appointed by the President and ratified by the Board by simple majority.

- b. The Regions shall be defined to encompass all appropriate county lines and be divided and numbered as follows:
  - (1) Region I: Golden Valley, Stillwater, Carbon, Big Horn Petroleum, Treasure, Yellowstone, Mussellshell, Fergus Counties.
  - (3) Region II: Rosebud, Powder River, Custer, Prairie, Fallon, Carter, Garfield, and Phillips Counties.
  - (4) Region III: Dawson, Wibaux, Richland, Roosevelt, Daniels, Valley, Sheridan, and McCone Counties.
  - (5) Region IV: Glacier, Pondera, Teton, Cascade, Toole, Liberty, Hill, Chouteau, Judith Basin and Blaine Counties.
  - (6) Region V: Lewis and Clark, Powell, Jefferson and Broadwater Counties.
  - (7) Region VI: Meagher, Gallatin, Park, Sweetgrass and Wheatland Counties.
  - (8) Region VII: Granite, Deer Lodge, Silver Bow, Beaverhead and Madison Counties.
  - (9) Region VIII: Ravalli, Missoula and Mineral Counties.
  - (10) Region IX: Lincoln, Flathead, Lake and Sanders Counties.
  - (11) Region 0: The State of Wyoming.

- Section 2. Each club will send at least two (2) Delegates and/or two Alternates to the M4X4A meetings.
- Section 3. The length of the term a Delegate is to serve will be at the discretion of the club. All new Delegates will be elected for office before the Annual Convention and will bring a letter from their Region as verification of election.
- Section 4. The elective Officers of the M4X4A, with the exception of the Regional Vice Presidents, will be nominated at the quarterly winter meeting and voted on at the Annual Convention. There may be further nominations from the floor before the vote is held at the Annual Convention.
- Section 5. Regional Vice Presidents shall be nominated by local club members and elected only by members based within the respective Regions at a Regional meeting. Elections shall take place just before the State Convention in April and the Regional Vice Presidents elect shall take office at the same time as the newly elected state officers.

- Section 6. There shall be no more than two (2) officers (i.e., President, Executive Vice President, Secretary, or Treasurer) from any club at anyone time.
- Section 7. The term of office will be for one (1) year and there will be no limit to the number of terms an officer may succeed himself in office, as long as he remains a member in good standing in his club, and as long as he is nominated and reelected.
- Section 8. When a Delegate is voted into office of the M4X4A (i.e., President, Executive Vice President, Secretary or Treasurer, or Regional Vice President) he is no longer a Delegate, but is a working officer of the M4X4A. One of the Alternates from his club will take his place as a Delegate. The Executive Board and Delegates, or Alternate Delegates shall vote.
- Section 9. Any Delegate may recommend removal of an officer from office, on grounds of detrimental conduct to the office. Removal of an officer will require the majority of the votes of all Delegates at any regular meeting.
- Section 10. On the occurrence of a vacancy of an office in midterm, an election, according to Roberts Rules of Order, may be held at the next regular meeting if the vacancy occurs between meetings or in the event that the vacancy is announced for the future, at a regular meeting, an election may take place, (depending on the circumstances and the time of the anticipated vacancy).
- Section 11. Candidates for the office of Treasurer shall submit in writing the information necessary to insure verification of their qualifications for bonding as required in Article VI, Section 4, upon nomination. The Board of Directors will publish the requirements in the Newsletter prior to the winter quarterly meeting.

## **ARTICLE VI. DUTIES OF OFFICERS**

- Section 1. *PRESIDENT:* The President shall preside at all meetings and shall have the power to appoint such committees as may be necessary to carry on the activities of the M4X4A. It shall be the duty of the President to carry on all M4X4A correspondence that should happen to come to his attention. He shall maintain contact with all officers in regard to any M4X4A business, which might come to the attention of any of them. It also is the duty of the President to represent the interests of the M4X4A with respect to the spring Convention. He shall work closely with the hosting club(s), assuring that all M4X4A State and County requirements are met. It shall be his duty to inspect the site and facilities prior to the actual meeting. The President may delegate any portion of these duties to another officer of the M4X4A or appointed

representative.

- Section 2. *EXECUTIVE VICE PRESIDENT*: It shall be the duty of the Executive Vice President to assist the President at all times at M4X4A meetings and functions. During the absence of the President, the Executive Vice President shall take his place. It shall be the duty of the Executive Vice President to keep records of all M4X4A activities and to maintain an up-to-date roll call at each meeting. The Executive Vice President shall perform any other duties delegated to him.
- Section 3. *REGIONAL VICE PRESIDENT*: It shall be the duty of each Regional Vice President to report and co-ordinate M4X4A business with the President and Delegates within his region and advise M4X4A officers of problems peculiar to his region at the direction of the President or Secretary of the M4X4A. To participate as members at public hearings and meetings of interest of the M4X4A that may be held within his region.
- Section 4. *SECRETARY*: It shall be the duty of the Secretary to maintain membership records, and send out notices of meetings, record and preserve minutes of meetings; maintain correspondence in regard to applications for memberships; amendments to the Constitution and by-laws; to carry on such M4X4A correspondence that might come to his/her attention. He/she will maintain close contact with all other officers in regard to any M4X4A business that may come to the attention of any or all of them. It shall be the duty of the Secretary to notify in writing, each member club thirty (30) days prior to their dues date.
- Section 5. *TREASURER*: It shall be the duty of the Treasurer to have custody of all M4X4A funds and at each meeting to submit an actual financial report showing all income and expenditures for the last period. An accurate account will be kept regarding all financial transactions. The Treasurer, with the aid of the other M4X4A Officers, will draw up a budget for his term of office.  
The budget is subject to approval or change by the Delegates at regular Delegate meetings.  
The Treasurer will be bonded in the amount of five thousand (\$5,000.00) dollars, by a company selected and designated by the M4X4A Board of Directors. Such cost of bonding will be paid yearly out of the M4X4A treasury. The bond shall increase to correlate with the treasury.  
The Treasurer shall be required to sign all checks with either the President or the Executive Vice President.
- Section 6. There shall be no compensation to any Officer, Delegate, or any other Member of the M4X4A for work performed on any M4X4A business or activity. Any Officer,

Delegate or member may be reimbursed for actual expenditures incurred while representing the M4X4A or engaged in any M4X4A business or activity, as outlined or specified by the annual budget. Actual expenses of any officer, which have been previously authorized, may be paid from the treasury upon an affirmative vote of the Executive Board, Delegates or Alternate Delegates in attendance at a regular Delegates meeting or by affirmative vote of the voting members in attendance at the spring Convention held in April.

## **ARTICLE VIII. COMMITTEES**

- Section 1. The President will have the power to appoint any committee motivated and necessary to carry on the activities of the M4X4A.

## **ARTICLE VIII. AMENDMENTS TO THE CONSTITUTION AND BYLAW**

- Section 1. Any member in good standing as an individual may propose a change in the Constitution and By Laws. It must be in writing, signed by the proposing member, and submitted to the Board of Directors.
- Section 2. A written proposal to amend the by-laws will be sent to the Secretary of the M4X4A at least six (6) weeks prior to a meeting.
- Section 3. Upon receipt of such written and signed proposal, the Secretary will immediately notify all clubs and of the proposal for change. Amendments to the Constitution and By Laws may only be passed at the spring Convention.
- Section 4. An affirmative of two-thirds (2/3) of all ballots cast by voting members in attendance in good standing is necessary for adoption of Amendments to the Constitution and By Laws.
- Section 5. Any voting member in good standing will have the right to make a motion and to vote.

## **ARTICLE IX. TOUR RULES**

- Section 1. All laws, State and Federal, will be obeyed according to the dictates of the individual By Laws of each individual club in the M4X4A.
- Section 2. Notification of trips and activities can be made in the *FOUR BY FORUM* or through regular correspondence.
- Section 3. Logging of M4X4A activities and participation of member clubs will be done by the



Executive Vice President. One Delegate from each club may keep the Executive Vice President informed of each member function and participation from his own club on any particular M4X4A function and/or event.

## **ARTICLE X. INSIGNIA AND DECALS**

Section 1. A membering club of the M4X4A will be responsible for the removal of all insignia, decals and patches displaying the M4X4A name, from ex-members. The fee paid by a member or membering club for such insignias, decals, patches, to be for the use and replacement of. The insignias, decals, and patches bearing the MX4A name will at all times remains the property of the M4X4A.

## **ARTICLE XI. CONVENTION GUIDE LINES**

Section 1. Members who come to the conventions for the sole purpose of attending the Annual Convention Meetings only (Article IV) will not be exempt from paying the registration fees.

Section 2. A state Convention Committee will be appointed to work and correlate with the host club for adopting agenda and program.

## **ARTICLE XII. DISSOLUTION**

Section 1. In the event of dissolution of the Corporation, all borrowed funds, equipment and tools will be returned to the lender.

Section 2. All debts will be paid.

Section 3. Any assets of funds remaining will be returned to cash, and divided equally between the Shodair Crippled Children located in Helena, Montana and the Montana State Big Brothers and Big Sisters. Funds respectively; all of which are nonprofit charitable organizations