

# **WISCONSIN FOUR WHEEL DRIVE ASSOCIATION, INC.**

## **CONSTITUTION & BY-LAWS**

The name of this organization shall be The “Wisconsin Four Wheel Drive Association, Inc.”, herein referred to as the “Association.” The primary aims and purposes of this Association are:

1. To organize, foster and develop on a statewide basis, dissemination of information in relationship to 4 wheel drive activities.
2. To do whatever may lawfully be done to encourage and promote the purpose of this Association.
3. To encourage and assist in the formation of subordinate clubs of this Association, subject to and in the manner provided for in the By-laws of this Association, and to encourage and assist such clubs in the establishment of local joint committees within their jurisdiction.
4. To foster safety through observance of state and national vehicle laws, to aid in the protection of national resources, to aid in making these versatile vehicles available in case of any national, state or local emergency in which they may be required and to provide community service during non-emergencies.
5. To engage in and do any other thing a non-profit association may lawfully do.
6. It is not the intent of this Association to infringe on the natural wilderness to the exclusion of any other person or persons.
7. To work together with private land owners and/or federal, State, county, and Local governments to develop a statewide off Road Trail System for 4-wheel drive vehicles, from state border to state border North, east, South and West.
8. This Association is non-partisan and non-political in character, and shall be non-profit
9. This Association shall be statewide in character, composed of such 4-wheel drive clubs as shall have ratified the Constitution and By-Laws of this Association. Such clubs shall retain their autonomy, but consent to membership in this Association for purposes stated in this Constitution and By-Laws.

## **BY-LAWS**

### **ARTICLE 1 – MEMBERSHIP**

Section 1. APPLICATION FOR MEMBERSHIP - may be made to State or Regional Officers, club delegates of any Region or to the Association Office. The object and purpose of same is the ownership and operation of four wheel drive vehicles to consort with others having the same interests and objectives.

Section 2. CLUB INITIATION - into the Association shall be by a majority vote of the State Board of Directors, based on the rules of these By-laws and upon payment of dues plus receipt of a current membership roster. It is recommended that maps of the clubs trail system be presented to the State trail Development Committee, but is not required.

Section 3. CLUB MEMBERSHIP - Member Clubs shall be a group of four or more members organized together with the same interests and objectives. The Club is recognized as the Association Membership holder and through the club to the individual within it. The club must submit to the Secretary with 1 (One) year of initiation its Articles of incorporation.

Section 4. OUT OF STATE MEMBERSHIP - Clubs from out of Wisconsin shall be allowed to join the Association with the understanding that the emphasis of the Association will be in the State of Wisconsin. Assistance from the Association to out of State Clubs shall be primarily advisory in nature and further aid shall be given only with the State Board of Directors approval, and only if the Association derives benefit from such action. Out of State Club members shall have all the rights of Wisconsin Club members except that of holding elective office.

Section 5. INDIVIDUAL MEMBERSHIP - Shall be for an individual owning a 4WD vehicle. Individual members will receive all benefits that the regular member receives with the exception of the right to vote and hold office. They shall receive a membership card identifying them as an individual member. The Individual Membership shall not be confined to Wisconsin residents.

Section 6. ASSOCIATE MEMBERSHIPS - Any local, statewide or national business firm may receive an Associate Membership in the Association upon payment of dues and acceptance by the State Board of Directors. Upon being accepted into membership, they may display the Associate member decal in their place of business, and upon written, prescribed approval of the Association, may be allowed to use the name and official emblem of the Association in other mediums of advertising. Associate Members will be entitled to all privileges of membership except voting and holding elective office. One vehicle per Associate Membership shall be allowed to participate in Association sponsored events, which might be limited to Association members only.

Section 7. CHARTER MEMBERS - Shall be any member who adopt and sign the By-Laws of the “Wisconsin Four Wheel Drive Association, Inc.” on or before the State

General meeting held September 18, 1977 at The Mead Inn, in Wisconsin Rapids, Wisconsin (also June 28, 1982) and shall be known as Charter Members of the Association. All Charter Members shall receive a special "Charter Member" patch to be worn below and in addition to the state W4WDA patch.

Section 8. HONORARY LIFE MEMBERS - An Honorary Life Membership shall be issued to all Past Presidents serving a full term, unless interrupted by sickness or death. In the event of an untimely death during the term of office, the Life Membership would be passed onto his immediate family, as decreed by the State Board of Directors. Other Honorary Life Memberships to be voted on by the entire membership.

Section 9. HONORARY MEMBERSHIPS - May be bestowed to an individual club member, associate member or other individuals on a year-to-year basis as voted on by the State Board of Directors.

## **ARTICLE II – DUES**

Section 1. CLUB MEMBERSHIP DUES - Shall be equal to the yearly United Dues, per membership, per year, based on 100% of the club's membership. The Association Treasurer shall send notice of dues, per membership payable, to each club 60 days prior to March 1st. Members belonging to more than one club shall pay Association dues only through one club. An updated membership roster will accompany dues payment.

Section 2. INDIVIDUAL MEMBERSHIP DUES - Shall be \$20.00 per year or as determined by the State Board of Directors.

Section 3. ASSOCIATE MEMBERSHIP DUES - Shall be a minimum of \$50.00 per year or as determined by the State Board of Directors.

Section 4. DELINQUENT DUES - Shall automatically forfeit membership when not paid by March 1st, and will so be advised by the Treasurer. Clubs who have been dropped for non-payment of dues may be reinstated by a majority vote of the State Board of Directors, providing application for reinstatement is accompanied by the payment of all dues in full at the time of reinstatement.

Section 5. CLUB DUES - may be raised or lowered only by a majority vote of the delegates present at a State General meeting.

Section 6. INITIATION FEE - An initiation fee shall be required of club members, individual members and associate members. The State Board of Directors shall determine from time to time the amount of initiation fee payable to the Association by members of each class.

## **ARTICLE III – ORGANIZATION**

Section 1. ADMINISTRATION - The purpose and business of the Association shall be affected through meetings of delegates, officers, Board of Directors and its authorized committees.

Section 2. STRUCTURE - The Association shall be divided into Three (3) geographical regions. Regions will be identified by letter (A,B,C). The number of regions may be increased or decreased, or existing boundary lines may be altered as deemed necessary by the State Board of Directors to insure a balance between the clubs for geographic, manpower and voting purposes.

Section 3. COMPOSITION OF REGIONS:

### **NORTHERN REGION “A”**

To include the counties of Ashland, Barron, Bayfield, Burnett, Chippewa, Clark, Douglas, Dunn, Eau Claire, Florence, Forest, Iron, Langlade, Lincoln, Marathon, Oneida, Pepin, Pierce, Polk, Portage, price, Rusk, St. Croix, Sawyer, Taylor, Vilas and Washburn.

### **WESTERN REGION “B”**

To include the counties of Adams, Buffalo, Crawford, Columbia, Dane, Dodge, Grant, Green, Iowa, Jackson, Jefferson, Juneau, LaCrosse, LaFayette, Monroe, Richland, Rock, Sauk, Trempealeau, Vernon and Wood.

### **EASTERN REGION “C”**

To include the counties of Brown, Calumet, Door, Fond du Lac, Green Lake, Kenosha, Kewaunee, Manitowoc, Milwaukee, Marinette, Marquette, Menominee, Oconto, Outagamie, Ozaukee, Racine, Sheboygan, Shawano, Walworth, Washington, Waupaca, Waushara, Waukesha and Winnebago.

Section 4. RE-ASSIGNMENT - Any club located in a borderline city or county, desiring to be included in a district other than the one designated for their county, may petition the State Board of Directors for a change of district of their choice.

## **ARTICLE IV - ASSOCIATION OFFICERS**

Section 1. PREREQUISITE FOR OFFICERS - Of this Association shall be that they are active members of clubs in good standing.

Section 2. STATE OFFICERS - Shall be President, recording Secretary and Treasurer. They shall be elected for a term of 2 years at the FALL State meeting by delegate vote.

The immediate past President shall also serve as a state officer in an advisory capacity only. The State Corresponding Secretary shall be appointed by the President.

Section 3. REGIONAL OFFICERS - Of this Association for each of the Three (3) regions shall be vice-president, and Assistant vice-president. They shall be elected for a term of 2 years at the FALL State meeting by delegate vote. Each regional vice-president can appoint a Corresponding Secretary.

Section 5. INSTALLATION OF OFFICERS - For State and Region will be January 1<sup>st</sup> of the year directly following election; at such time their official duties will begin and shall serve until their successors shall be duly elected and qualified.

Section 6. VOTING YEARS - In the even years the membership shall meet and elect State President, State Vice-President for Region "B", State Secretary, State Treasurer, State Assistant Vice-President Region A, and State Assistant Vice-President Region C. In the odd years the membership shall met and elect State Vice-Presidents for Region "A", State Vice-Presidents for Region "C", State Assistant Vice-President Region "B" and State Director.

## **ARTICLE VI NOMINATION OF ASSOCIATION OFFICERS**

Section 1. THE NOMINATING COMMITTEE shall select suitable candidates who are willing to fulfill the duties of an Association Officer. Members of the Nominating Committee shall also be eligible to run for office, if they so desire, while they are serving on the committee. Candidates for office must be members in good standing of their own member clubs. Candidates for the office of Treasurer must be bondable. The elections shall be held as outlined in Article IV, Section 2, and 3.

Section 2. THE STATE NOMINATING COMMITTEE shall consist of One (1) member from each region for a total of THREE (3) and shall be appointed by the Regional vice-presidents.

Section 5. NOMINATION CHAIRPERSONS shall be selected from those appointed on individual committees.

## **ARTICLE VII - BOARD OF DIRECTOR MEMBERS**

Section 1. THE STATE BOARD OF DIRECTORS shall consist of the State President, Secretary and Treasurer, along with the Three (3) Regional vice-presidents, Three (3) Assistant Regional Vice-Presidents for a total of Nine (9) members. The past State President shall also be a member, but only at an advisory capacity and shall not have a vote.

Section 2. THE REGIONAL BOARD OF DIRECTORS shall consist of the Regional vice president, Assistant Vice-president, Recording Secretary and Treasurer/Membership

Chairperson along with the Two (2) Assistant Representatives, Recording Secretaries and Treasurer/Membership Chairpersons for a total of 12 members.

Section 3. ATTENDANCE BY NON BOARD MEMBERS is encouraged for all Association Members as these Board meetings shall be open, but the guest will have no voting privileges.

### **ARTICLE VIII - CLUB DELEGATES**

Section 1. CLUB REPRESENTATIVES at State and Regional General meetings shall be by One (1) Delegate selected by each member club and shall cast the One (1) Vote to which the club is entitled.

Section 2. CLUB DELEGATE CREDENTIALS must be presented to the Board of Directors presiding over the General meeting from his club President and Secretary on credential forms furnished by the State Association.

Section 3. A CLUB DELEGATE WITHOUT SIGNED CREDENTIALS - Upon arrival at a State or Regional General meeting must present themselves to a presiding officer who will verify from the Secretaries Records, information proving the Delegate is a member in good standing in both his club and the State Association and both officers shall sign the Delegates State Credential Form.

Section 4. A DUAL CLUB DELEGATE is a Delegate having membership in more than one member club, may, when properly credentialed, serve as a Delegate for more than one member club.

### **ARTICLE X - ASSOCIATION MEETINGS & VOTING**

Section 1. BUSINESS CONDUCTED AT MEETINGS shall be within its area of jurisdiction. Meaning that Region shall make decisions on matters concerning the Region. If a Lower decision is deemed not to be in the best interest of the Association it can be over-ruled at a State General Meeting. A State decision is final and shall be observed by all the Association Members.

Section 2. PREREQUISITE FOR VOTING at any meeting shall be that a voting quorum be present at the commencement of such meetings. If a quorum cannot be established, the meeting may proceed with general discussion only, no motions shall be voted on, except for the adjournment of the meeting, any other matters requiring a vote will be tabled until the next meeting or the presiding officer may evoke the "Emergency Measure" Provision-Article X, Section 8 if it is determined an issue must be voted on immediately and cannot wait until the next meeting.

Section 3. A VOTING QUORUM for all State General, Regional or Board duly noticed meetings shall be those properly credentialed delegates in attendance. All motions and/or votes shall carry by a simple majority of 51% of delegates present. For State General and

Board meetings the President will cast a vote only in case of a tie. For Regional Meetings The Regional VP will cast a vote only in case of a tie. Proxy votes will NOT be permitted.

Section 4. NON-VOTING ASSOCIATION MEMBERS shall have the right, and be encouraged to attend and speak on any matter before any Association Meetings.

Section 5. VOTING AT A BOARD OF DIRECTORS MEETING. Both State and Regional shall be by voting Board members only.

Section 6. VOTING AT A GENERAL MEETING. Both State and Regional shall be by Credentialed Club Delegates only. Members of the State and Regional shall not have a vote.

Section 7. VOTING AT REGIONAL MEETINGS shall be by Regional Officers and properly Credentialed Club Delegates.

Section 8. EMERGENCY VOTING MEASURES - In the event of an emergency arising or where time is a pressing factor the presiding officer at a State or Regional level may conduct such necessary business by phone, U.S. Mail or Western Union Telegram. Any necessary voting shall be done by U.S. Mail or Western Union Telegram in order to retain a permanent copy of the Board Members and/or Club Delegates votes

Section 9. VOTING FOR THE ELECTION OF OFFICERS shall be by secret ballot for each office in separate successive sequence. All ballots for officers must be counted and checked by Three (3) members other than the nominees. All ballots shall be held in a sealed envelope and shall not be discarded, as it is the permanent property of the Association.

Section 10. VOTING TO REMOVE AN OFFICER FROM OFFICE shall be by secret ballot. The ballots shall be handled as outlined in the preceding Section 9. If the vote is affirmative the position will be filled as prescribed in Article V with reference to Filling of Vacant officers.

Section 11. VOTING TO EXPEL AN ASSOCIATION MEMBER may only be voted on at a State General meeting. The member shall first be served with a warning letter by the State president at the direction of the State Board of Directors outlining the conduct, which has not been in the best interest of the Association. The member in question shall have Thirty (30) days to correct the situation or face expulsion and shall so be advised. Failure to heed the warning letter shall force the State Board of Directors to bring the issue to a vote at the next State General meeting and all member clubs shall be advised of the impending action by letter Thirty (30) days prior to the actual voting.

Section 12. VOTING TO AMEND THESE BY-LAWS or Constitution may only be voted on at a State General Meeting. The changes must be presented and read at a

previous State General meeting or Board of Directors Meeting. All member clubs shall be notified of the proposed amendment Thirty (30) days prior to the actual voting.

## **ARTICLE XII – COMMUNICATIONS**

Section 1. COMMUNICATIONS is of the utmost importance, because of the size of our Association. Therefore, all Secretaries, State, Regional and Clubs shall exchange minutes of their respective meetings in an effort to keep everyone informed. An exchange of Newsletters shall also be made. The Club Delegates shall keep the Association informed of events, problems or changes at a club level and the State Association shall do the same for its member clubs.

## **ARTICLE XIII - PARLIAMENTARY AUTHORITY**

Section 1. ROBERT’S RULES OF ORDER, revised edition, shall be the Parliamentary Authority in all matters not covered by these By-Laws.