

By-Laws of the Black Hills Jeeps
(Current as of December 1, 2004)

ARTICLE I. NAME

A. This Corporation shall be known as the Black Hills Jeeps.

ARTICLE II. The Black Hills Jeeps is organized as a nonprofit organization for the purpose of:

- A. Providing social, educational, and recreation activities for its members
- B. Promoting and participating in safe and responsible four wheel drive activities.
- C. Enjoying and protecting all local, state and natural resources.
- D. Informing Members of pending legislation and land use matters.
- E. Assisting various government agencies in the development of off-highway trails and areas.
- F. Keeping members of legislation informed of the needs of vehicular recreationists.
- G. Rendering aid and assistance as needed.

ARTICLE III. MEMBERSHIP

- A. There shall be three (3) classes of membership: Voting, Associate and Honorary.
- B. Voting Membership shall be limited to members in good standing who are registered Jeep owners, are at least eighteen (18) years of age, hold a valid driver's license, and carry at least the minimum amount of insurance as required by the laws of South Dakota; or who are sponsored by such a member. Good standing shall be described as having dues paid current.
- C. Associate Membership shall be limited to members in good standing who because of distance or other conflicts are unable to participate in the business and events of the Club on a regular basis, but who wish to maintain contact and support the Club with their dues. Associate Members are not entitled to vote or hold elected office in the Corporation, but are otherwise entitled to all the rights and privileges of Voting Members.
- D. Honorary Membership may be bestowed upon a person, by vote of the members at regularly scheduled meetings, in recognition of service to the Club, and will be in definite unless rescinded by a vote of the Members. This membership may also bestow this recognition upon businesses or firms who wish to make a donation of money, merchandise, services or equipment to this corporation.
- E. Application to Membership may be submitted to the Board of Directors at any time. Such application shall be voted on at a regular meeting, and such applicant shall be accepted for Membership if (s)he receives a majority of the Voting Members.
- F. Any Membership may be terminated, or not renewed, by a two-thirds majority vote of the Board of directors at any Board Meeting.

ARTICLE IV. DUES

- A. The due structure is addressed in the Standard Operating Procedure (SOP) Supplement to these By-Laws

ARTICLE V. FISCAL YEAR

- A. The Fiscal year of the Black Hills Jeeps shall Begin October 1st and end September 30th.

ARTICLE VI- VOTING

- A. Each Member shall have one (1) vote.
- B. There shall be no proxy votes.
- C. The President shall break all tie votes.
- D. Those Members present at any regular meeting constitute a quorum, and a majority vote of those members shall be sufficient for any action, including election of Officers at the Annual Meeting.

ARTICLE VII. OFFICERS

- A. Officers of the Black Hills Jeeps shall consist of both elected and appointed positions.
 - 1. Elected positions shall consist of President, Vice-President, Secretary and Treasurer.
 - 2. Appointed positions shall consist of Program Chairman, Trip Chairman, Safety/First Aid Officer, Environmental Affairs Chairman, Newsletter Editor, Photographer, Historian and Webmaster.

ARTICLE VIII. ELECTION OF OFFICERS

- A. The Membership shall meet and elect officers each year.
- B. Nominees for Office shall be Voting Members in good standing.
- C. All terms of Office shall be one (1) year in length.
- D. Nominations shall be held in the last quarter of the year at least two (2) weeks prior to the Annual Meeting. Ballots will be used for the Election.
- E. The Annual Meeting shall be the Last Meeting in September of each year, at which time the officers shall be voted on for the following fiscal year.

- F. Nominees for office shall be present at the Annual Meeting, or have previously filed a letter of intent to accept nomination for the office nominated for and to

serve in that office if elected. Said letter must be filed with the Secretary prior to the Annual Meeting. New Officers will take office in October.

- G. Elections shall be decided by a majority vote of a quorum of the Active Membership.
- H. Each Member may hold any elected office position for no more than 2 consecutive terms.

ARTICLE IX. RECALL

- A. Officers are expected to attend all Board and Regular Membership meetings. Absence from two (2) consecutive meetings without prior notification to the President or other Officer shall constitute grounds for immediate removal from Office by the Board of Directors, without need for further vote.
- B. Any Officer of the Black Hills Jeeps may be impeached by a two-thirds majority vote of the Membership.

ARTICLE X. BOARD OF DIRECTORS

- A. The Board of Directors shall consist of Elected Officers.
- B. The Board of Directors shall meet as needed.
- C. 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, if possible. Should there be no qualified candidates; the office may be left open until such a time as there are qualified candidates. The President may appoint someone to perform the duties of the vacant office in the interim.
- D. Actions voted on by the Board of Directors must be voted on by the members at a regular meeting.
- E. Members of the Board of Directors may vote at regular meetings, except for the President, who may vote only to break a tie.

ARTICLE XI. MEETINGS

- A. Meetings shall be held at least once a month and be held more often at the discretion of the Board of Directors.
- B. All proceedings of this Corporation shall be governed by Robert's Rule of Order, or by the Standard Operating Procedure (SOP) Supplement to these By-Laws.

ARTICLE XII. COMMITTEES

- A. Committees shall be established as deemed necessary by the President. Committee members shall be appointed by the President, and shall serve for the

term of the Presidents Office. Committees and their Members shall also be directed by these By-Laws.

ARTICLE XIII. RULES AND REGULATIONS

- A. Unless otherwise specified in these By-Laws, the Standard Operation Procedure (SOP) Supplement, Robert's Rule of Order will govern the Black Hills Jeeps.

ARTICLE XIV. AMENDMENTS

- A. These By-Laws are Amendable a majority vote of the Membership. Any Amendment to the By-Laws must be presented to the Membership at a regular club meeting preceding the one where the vote is taken.

ARTICLE XV. DISSOLUTION

- A. In the event, for any reason whatsoever, it shall be found necessary to suspend further operation of this Corporation, thereupon after discharge of all lawful indebtedness and obligations, all assets of every kind shall be conveyed by this Corporation, acting through its proper Officers, to such educational, scientific, benevolent, or charitable organization as the last meeting shall by resolution designate.