

ARTICLE I Name and Policy

Section 1 The name of the organization shall be the Florida Four Wheel Drive Association. Herein after referred to as the Association and/or FL4WDA.

Section 2 The Association is a non-profit organization, to be incorporated under the laws of the State of Florida. No financial obligation is intended by this declaration.

Section 3 Off-highway vehicles (OHV) shall be defined as any motorized vehicle that is designed primarily for combined use on and off the public highways, or only for use off of such highways and which is commonly used to transport persons for recreational purposes.

ARTICLE II Purposes and Objectives

Section 1 The purposes and objectives of this association shall be to:

- a. Unite into one statewide organization all clubs and individuals interested in preserving and promoting OHV recreation.
- b. Promote, develop and coordinate educational and scientific programs pertaining to the safe and responsible use of OHV 's.
- c. Work with and assist federal, state and local government agencies or bodies in formulating policy concerning the development of areas and trails for four wheel drive use and related activities and to prevent unnecessary closure of OHV trails and roads on public lands and, where appropriate, to construct open new OHV routes.
- d. Educate public land managers, state and local governments, law enforcement personnel and the general public on the nature of OHV recreation, its economic benefits and appropriate management strategies.
- e. Disseminate information on issues relating to the use and enjoyment of OHVs.
- f. Sponsor, annually, a statewide symposium on OHV recreation.
- g. Work with and assist federal, state and local lawmakers to provide input to develop positive legislation that affects OHV recreation.
- h. Employ all legal means to address issues of closure that cannot be resolved by negotiation. To work on common goals with other multiple use and trail organizations.
- i. Cooperate with other clubs and organizations on land use issues and related areas and develop guidelines and procedures for effective solutions to land use problems.
- j. Explore methods by which funds, grants, etc. can be obtained to conduct studies, surveys, public polls and other data relating to four wheel drive vehicle use on public and private lands.

k. Improve recreation, friendship, and unity of the four wheel drive groups through closer communication and organizational activities.

ARTICLE III Fiscal Year

The fiscal year shall be the calendar year.

ARTICLE IV Membership

Section 1 There shall be four (4) classes of memberships: Club, Individual, Associate and Business.

Section 2 Club Membership is the voting membership and shall be limited to clubs in good standing. For these purposes, a club is an OHV club.

Section 3 Associate Memberships shall include those organizations identified in the Standard Operating Procedures as hereinafter set forth. They shall be nonvoting and may not hold elective office unless business member is also an association member through a club and in good standing.

Section 4 Business shall include those organizations identified in the Standard Operating Procedures as hereinafter set forth. They shall be nonvoting and may not hold elective office.

Section 5 Individual Memberships shall be allowed one (1) cumulative vote for all individual memberships in the association.

Section 6 Any person whose application for membership has been accepted and annual dues paid may become a regular member of the Association.

Section 7 Membership may be rescinded:

a. Of any member whose annual dues are more than sixty (60) days in arrears.

b. By majority action of the Board of Directors upon showing just cause of any serious infraction of any rule or regulation governing the Association.

Section 8 Reinstatement of membership is applicable to any member who has had his/her membership rescinded by applying to the Board of Directors for approval of reinstatement.

Section 9 All voting rights are vested in the Board of Directors that include Elected Officers, Appointed Officers and Club Delegates.

ARTICLE V Dues

The Board of Directors shall establish classes of membership and set dues that shall be reviewed from time to time, as the Board deems necessary.

ARTICLE VI Meetings and Quorums

Section 1 Meetings

a. A meeting of the member clubs shall be held at least annually at such place and time, within the State of Florida, as may be designated by the Board of Directors. All such meetings shall be presided over by the President.

b. Quarterly meetings of the Board of Directors shall be at the discretion of the Board of Directors. Notice of meetings shall be no less than forty eight (48) hours and no more than fourteen (14) days prior to the meeting and shall be posted on the association's website.

c. Special meetings of the member clubs of the Association may be called by the President or the Secretary upon the direction of the President or a majority of the Board of Directors.

d. Notice of the time and place of the holding of all general meetings of the member clubs shall be given by the Secretary to each member club in good standing at least fifteen (15) days before such meeting.

ARTICLE VII Board of Directors

Section 1 The Board of Directors shall consist of.

a. Board members shall be elected by members of the Association in good standing at the Annual Meeting with a simple majority.

b. Each of the Member Clubs will have one (1) vote at Board Meetings.

Section 2 Officers of Board of Directors shall serve terms of one (1) year. Every attempt shall be made to have staggered terms for members of the Board of Directors. The intent being that there shall always be at least two (2) members on the Board of Directors with at least one (1) year of association experience.

Section 3 Regular Meetings of the Board of Directors shall be held every quarter, or whenever the business of the Association shall require, at a time and place selected by the Chairman. Any member of the Board of Directors can call for a special meeting, or telephone conference at any time necessary or to respond to such issues requiring immediate action by the Board of Directors. Additionally, any member of the Board of Directors may call for a binding poll of all of the members of the Board of Directors, to respond to such issues requiring immediate action by the Board of Directors. Unless otherwise specified in the notice thereof, any and all business that might be transacted at a regular meeting

may be transacted at a special meeting or telephone conference or poll. The Chairman of the Board shall preside over all regular and special meetings and telephone conferences and polls of the Board of Directors.

Section 4 The Board of Directors shall determine the policies and activities of the Association, approve the budget, and have executive management of the Association.

Section 5 The conveyance, encumbrance, acquisition or disposition of all corporate property shall be through the Board of Directors, and the Chairman/President and the Secretary are the duly authorized agents of the corporation to execute any such conveyance, encumbrance, acquisition or disposal of real or personal property.

Section 6 A majority of Board of Directors shall constitute a quorum for the purpose of conducting any business that may come before them at a regular or special meeting.

Section 7 Any board member, on missing two meetings within any six-month period, is subject to being replaced without notice. Replacement requires Board of Directors action. Absenteeism must be addressed by the Board of Directors on the second absence in a six-month period.

ARTICLE VIII Officers and Duties

Section 1 The Officers shall be: President, Vice-president, Secretary, and Treasurer. Officers shall be appointed/elected by the Board of Directors and shall be a member of the Board of Directors.

Section 2 The PRESIDENT shall preside at all meetings, carry out the policies and decisions of the Delegates, shall appoint such committees as deemed necessary to carry out the objectives of FL4WDA, remove persons from committees for non-performance of duties upon approval of the Board of Directors; shall keep the Board of Directors and Delegates advised of current happenings; shall cause to be published an Annual Report of association activities for distribution to member associations and other persons; and shall submit an article for publication in FL4WDA NEWSLETTER as necessary.
Expanded duties:

- a. Be aware of all that is happening within FL4WDA at any given time, at least in a general terms.
- b. Be quick to respond to requests for information/assistance from any source concerning FL4WDA activities and/or events.
- c. Be prepared to travel as required.

- d. Be prepared to follow up, with the Board of Director's assistance, any lead that may strengthen FL4WDA and recreational four wheeling within the state of Florida.
- e. Be ready to assist other Board of Director members at any time as may be needed.
- f. Keep an open mind to ideas presented from within the Board of Directors, general membership or outside sources.
- g. Maintain contact as needed both within and outside FL4WDA.
- h. Preside at all regular, annual and special meetings of the Board of Directors and members, ranking issues and allotting appropriate time for each.
- i. Appoint, with the approval of the Board of Directors, all Committee Chairs.
- j. Co-sign checks with the Treasurer, or Vice-President.

Section 3 The VICE PRESIDENT shall be the coordinator of all committees, requesting reports from each committee on a regular basis. He/she shall fulfill the duties of the President in his/her absence. He/she shall also submit articles to the FL4WDA 's Newsletter as requested by the president.

Expanded duties:

- a. Conduct FL4WDA 's business meetings when the President is unable to attend and conduct the meeting.
- b. Personally provide administrative help at the business meetings.
- c. Help the Director of Marketing promote FL4WDA.
- d. Assist the President as required.
- e. Attend all Board of Director's Meetings and the FL4WDA Annual Meeting.
- f. When appropriate, co-sign checks with the President or Treasurer

Section 4 SECRETARY shall arrange for the keeping of the minutes of the meetings of the Delegates and the Board of Directors and retain the original copy of the minutes. The Secretary shall assure that all notices are given in accordance with the provisions of the Bylaws and SOPS. The Secretary shall perform duties normally incident to the office of the corporate secretary, including the maintenance of files of historical significance.

Expanded duties:

- a. Carefully prepare accurate minutes of the Board of Directors and Delegate's meetings and transcribe said minutes into an organized, permanent record of the actions of the FL4WDA.
- b. Attend all Board of Directors meetings.
- c. Oversee the Bylaws and SOP committee to ensure the Bylaws and SOPS of FL4WDA are kept current.
- d. Give notification of meetings as directed by the Chair or Board of Directors.

e. Conduct correspondence as requested by the Chair or Board of Directors.

Section 5 The TREASURER shall have charge and custody of and be responsible for all funds and securities of the association and shall monitor the receipt and deposit of all monies in the name of the association. The Treasurer will submit an annual budget for submission to the members at the annual meeting. All files and records maintained by the Treasurer will be turned over to the successor in office upon election. A financial review should be at the change of Treasurer. Treasurer shall be bonded in the amount of the annual budget.

Expanded duties:

- a. Answer correspondence concerning duties of this office.
- b. Pay all bills promptly.
- c. Prepare quarterly financial reports and balance sheets.
- d. Develop and maintain files in a systematic method that can be understood by successors.
- e. Monitor budget activity.
- f. Maintain records that will relate to future budgets.
- g. Coordinate membership payment records with the UFWDA office and FL4WDA 's newsletter editor.
- h. Maintain contact with the Board of Directors to provide timely advice concerning financial condition, the needs of the record keeping system and the status of income and expense budgets.
- i. Ensure that designated contributions, earmarked for a specific use, will be considered a windfall to that budget category /program for the year of the contribution. If the budget has a surplus for that year, that surplus will be rolled over to the following or subsequent years for that budget category.
- j. Fund generating programs shall operate under the budget as appointed by the Board of Directors. Excess funds generated over the budget limit may be requested for use by the said program with written request to the Board of Directors. At the end of the year, any excess funds shall be rolled over to the following year's budget and distributed among budget categories.
- k. Receive and disburse, subject to the approval of the Board of Directors, all funds of the Association and co-sign checks with the President or Vice-President.
- l. In conjunction with the Director of Membership keep an accurate record of all membership dues collected and all other receipts and expenditures.
- m. Deposit all funds with such bank as designated by the Board of Directors in the name of Florida Four Wheel Drive Association.
- n. Submit a report in writing to the Association at the Annual Meeting of all receipts and disbursements for the year.
- o. Have all records ready for audit at least two weeks prior to the annual meeting.

Section 7 Election of Officers

- a. . An election shall be held on an annual basis for the Board of Directors. An appointment to the Board of Directors to fill a vacancy shall be for the remainder of the vacated Board members term.
- b. Nominations shall be presented to membership and voting will take place at the Annual Meeting.
- c. Nominees for office must have submitted a signed letter of interest and qualification to the current Board of Directors, thirty (30) days prior to an election or be present or accept a nomination from the floor at the meeting where the election is being held. Newly elected officers shall begin their term at the beginning of the fiscal year.

Section 8 Conditions of Office

1. The privilege of holding office shall be limited to those members in good standing and whose current dues are paid.
2. No person holding the Office of President, Secretary, Vice-president or Treasurer shall simultaneously be a Club Delegate.
3. Vacancies on the Board of Directors shall be filled by appointment by a majority vote of the remaining members of the Board of Directors.

ARTICLE IX Appointed Officers

Section 1 Director of Membership

- a. Coordinate all FL4WDA programs related to individuals and clubs.
- b. The Director of Membership shall be a voting member of the Board of Directors.
- c. Work with non-affiliated groups who wish to form four wheel drive clubs.
- d. Coordinate with the Office Manager on all benefits, dues renewals, and information needed, as it pertains to Individuals and Clubs.
- e. Travel, as needed, to different areas to help organize or re-establish Clubs. Membership Director can also appoint other Board of Director members or Association members to represent him/her as needed.
- f. Make presentations to four wheel drive groups and non-four wheel drive groups explaining benefits and advantages of FL4WDA.
- g. Maintain written correspondence with those represented as needed, and write membership updates for FL4WDA's Newsletter.
- h. Assist the President as requested with matters relating to his/her position.
- i. Attend all Board of Director's Meetings and the FL4WDA Annual Meeting.
- j. Keep FL4WDA's Membership brochure and informational literature current and in print.

k. Organize all materials and maintain a booklet pertaining to "How to Start a Four Wheel Drive Club."

l. Establish and maintain a presentation of FL4WDA for Clubs or Individuals depending on the group.

Section 2 Director of Environmental Affairs

a. Establish/develop and maintain direct lines of communication with officials of all land use agencies, e.g. U.S. Forest Service, Bureau of Land Management, U.S. Park Service, Fish and Wildlife, state land agencies, Department of Natural Resources, and etc. Be aware of what said agencies are doing and help to keep FL4WDA members up-to-date and help them to make the proper contacts with decision-making authorities in their County/Region.

b. Develop and maintain a network of State/County/Regional land use people to keep up with local issues and set up letter writing campaigns to "flood" State government, etc. with letters on land use issues (wilderness bills, OHV legislation etc.). Help local clubs with land use issues.

c. Establish/develop and maintain communications and cooperation with other affiliated land use groups and associations and their key people: e.g. American Recreation Coalition, American Motorcycle Association, American Mining Congress, National Cattlemen Association, American Forest Industries Assn, State Wildlife Federations, National Riflemen Association, National Public Lands Council, Congressional Committees, Florida Trail Riders, etc.

d. Get on all mailing lists of all said agencies to stay abreast of all land use issues as they arise, respond to all land use issues as they arise, and respond to all land use issues comment periods, i.e. U.S. Forest Service, Bureau of Land Management, National Park Service, Fish and Wildlife Service, both national and local.

e. Write articles on land use issues for magazines, state/regional association newsletters, etc.

f. Make presentations on recreational OHV opportunities and land use etc. at various seminars, national meetings, state associations/FL4WDA meetings, public hearings, etc., generally represent FL4WDA and recreational OHV use.

g. Know the proper procedures, channels, etc., for appeal of land use and land management decision and help local clubs/state/regional associations "fight land closures and unfavorable policies."

h. Organize necessary land-use task force when requested.

i. Maintain and develop a "Trails Committee" to keep accurate record of "Adopt A Trail", "Trail Inventory," "Trails Ratings" data, and "Volunteer Rangers".

j. Develop strategy, goals, and objectives for present and future land use issues.

k. Attend all Board of Director's Meetings and the FL4WDA Annual Meeting.

Section 3 Director of OHV Education

The mission of the Four Wheel Drive Education Program is to instill responsibility of off-highway driving skills through education and instruction to novice and experienced OHV owners. The Coordinator shall maintain, promote and expand the Four Wheel Drive Education program to educate the public to drive responsibly, encourage membership, increase supporting memberships and improve the image of four wheeling.

- a. Train and certify new instructors as needed using United Four Wheel Drive Assoc., Tread Lightly, and Florida Four Wheel Drive Association materials.
- b. Appoint, coordinate, and replace regional contacts as needed. Regional contacts shall assist with training instructors, forward information gathered in the field to the Coordinator, and be available to assist the Coordinator with maintaining and updating the program.
- c. Conduct or assist with a minimum of two (2) classes per year. Conducting a class shall involve set up, organizing, promoting and teaching.
- d. Be available to answer questions and offer guidance to instructors or regional contacts.
- e. Maintain current and correct records on instructors and students in accordance with training done in person, information received from regional contacts, and information received from instructors, Said records shall be forwarded to any successor.
- f. Maintain records of incoming funds generated by the program during the calendar year and forward said funds to the Treasurer in a timely manner.
- g. Prepare periodic reports. An annual report shall be forwarded to the President for publication in FL4WDA 's Annual Report. A report shall be prepared and presented at each Board of Director's meeting. A budget and activities proposal shall be presented to the Board of Directors prior to the annual budget meeting for approval.
- h. Update and revise the Student Manual and Instructors Manual as needed.
- i. Attend as many OHV functions as possible to promote the program, gain publicity, and increase public awareness for the program. This shall include attendance at FL4WDA 's Annual Meeting. This shall include other FL4WDA and non-FL4WDA functions as approved.
- j. Attend as many Club meetings as possible to help each Club to set up and maintain the program. Attend and assist with any class being conducted by new instructors as FL4WDA funds permits.
- k. Be prepared to speak at any Club meeting as directed and approved by the Board of Directors.

- l. Write articles for publications as requested by the Board of Directors.
- m. Help solicit sponsorships and funding of the program.

Section 4 Director of Information

- a. Oversee editorial content of Newsletter and web page.
- b. Maintain mailing lists of news outlets.
- c. Distribute form letters pertaining to OHV issues to send to member clubs.
- d. Act as the Public Relations Coordinator for the FL4WDA.

Section 5 Director of Marketing

- a. Contact major and short-line manufacturers and retailers of four wheel drive vehicles and four wheel drive related items to solicit their backing as Associate and Supporting Members. This shall be coordinated directly with the President.
- b. Assist the editor in obtaining advertising in the FL4WDA's newsletter
- c. Establish and maintain a presentation of FL4WDA for non-four wheel drive owners, for the educating and understanding of our sport.
- d. Work with complementary organizations and associations as the FL4WDA Advocate, unless otherwise directed by the Board of Directors.
- e. May require travel periodically for presentations to manufacturers and organizations.
- f. Maintain written correspondence as needed and write marketing updates for FL4WDA's Newsletter.
- g. Assist the President as requested with matters relating to his/her position.
- h. Attend all Board of Director's Meetings and the United Annual Meeting.
- i. Send Supporting and Associate Business Member Certificates, accompanied by a letter, having first obtained the signature of the President on said certificate.

Section 6 Director of Legal Affairs

Section 7 Delegates to United Four Wheel Drive Assoc.

- a. FL4WDA will maintain two (2) delegates to United Four Wheel Drive.
- b. The President will appoint the United Delegates with approval by the Board of Directors
- c. Represent the FL4WDA at United Four Wheel Drive Associations delegates meeting.
- d. Liaison with staff members.

ARTICLE X Expenditures and Finance

Section 1 All monies received from all sources shall immediately be turned over to the Treasurer to be deposited in the checking or savings accounts of the FL4WDA.

Section 2 All expenditures under \$150.00 can be authorized by the President. All expenditures over \$150.00 shall be approved by a majority vote of Board of Directors. An explanation of the expenditures shall be written in the Treasures records.

Section 3 The signatures of any two (2) of the following are required on checks over \$150.00 drawn on the Associations account: President, Vice-President, or Treasurer.

ARTICLE XI Committees

There shall be standing committees as needed, each of which shall be directed by a Chairman.

Section 1 Membership Committee

- a. Chaired by Director of Membership
- b. Committee members duties include all of the mechanics necessary to track members records, maintain an accurate database for the mailing of the newsletter, and keep track of paid dues by each club or member.

Section 2 Communications Committee

- a. Chaired by Director of Information
- b. Committee Members duties include providing communication to the members through the Association's periodic publication, the FL4WDA Newsletter and to communicate activities of the Association to media and outside sources at the direction of the Board of Directors.
- c. Establish a public relations policy for the FL4WDA.

Section 3 Environmental Affairs Committee

- a. Chaired by the Director of Environmental Affairs.
- b. Committees Members duties include giving advice, documenting policy, and acting as liaison with land managers to address land use matters for the coalition. The committee is also responsible for establishing, maintaining, and directing a network of local activists. Among other responsibilities, these activists will serve as sources of OHV information for requests received by the Association.

Section 4 Legal Affairs Committee

- a. Chaired by the Director of Legal Affairs
- b. Committee Members duties include monitoring State and Federal Legislation that affects OHV recreation and related issues. The Committee will also recommend to the Board of Directors appropriate action on such legislation. The Committee will point out to the Board where legal questions arise.

Section 5 Marketing Committee

- a. Chaired by the Director of Marketing
- b. Committee Members duties include promoting the Association whenever possible at the direction of the Board of Directors, (includes booths at recreational shows, soliciting business and individual memberships, advertising, etc.), and to initiate ideas for funds generation other than membership dues.

Section 6 Bylaws Committee

- a. Chaired by Secretary
- b. Committee Members duties include preparing and maintaining the bylaws and SOP of the FL4WDA. Prepare recommended change and present them to the Board of Directors and Delegates at a regular scheduled meeting. The committee shall be lead by the Association Secretary.

Section 7 The Chairman of each committee shall serve for a term of one (1) year, but shall serve no more than two (2) consecutive terms without the approval of a majority of the Board of Directors.

Section 8 The privilege of serving on any committee shall be limited to those members in good standing.

ARTICLE XII Roberts' Rules of Order Revised

This shall be the parliamentary authority of this Association, unless otherwise provided for in the By-Laws of this organization.

ARTICLE XIII Amendments

Amendments to the Bylaws may be proposed by any paid member in good standing.

Section 1 The By-Laws may be amended by a majority of the Board of Directors at a duly called meeting where a quorum of the Board of Directors is present. See Article VI, Section 4.

Section 2 All members shall be advised of proposed amendments to the Bylaws in writing no less than sixty (60) days prior to any scheduled meeting.

Section 3 Any amendment to the By-Laws shall be deemed adopted at the first meeting at the conclusion of the sixty (60) day period.

Section 4 Any member of the Board of Directors, appointed officers, committee members, or association members may have their membership rescinded by a majority vote of the Board of Directors at a duly called meeting if their behavior is deemed inappropriate or unbecoming by the Board of Directors.