



Stateline Sno-Trackers Snowmobile Club

2008

By-Laws

BY-LAWS OF STATELINE SNO-TRACKERS, INCORPORATED, A NOT-FOR-PROFIT CORPORATION

ARTICLE I ORGANIZATION

The name of the organization shall be Stateline Sno-Trackers, Inc.

- The organization shall have a seal which shall be in the following form: Circle with date of 2006, for the year the organization was established. Outside the circle will be written; "Stateline Sno-Trackers, Inc. The secretary shall be in charge of the seal.



- The organization shall have a trademark or logo which shall be placed on all documentation, forms, and advertisements. The trademark or logo shall consist of a snowmobile with the name sno-trackers beside it.



- The organization shall have a copyright website name which shall be placed on the internet for the purpose of informing members and selling new memberships to the public. The approved website name is:

www.sno-trackers.org

The organization may at its pleasure by a vote of the membership body change its name, location, seal, trademark, or copyright website name.

ARTICLE II PURPOSES

The following are the purposes for which this organization has been organized:

- To serve the interest of snowmobilers.
- To defend such owners against discriminatory legislation, unrealistic regulation and burdensome taxation.
- To build & maintain trails in Ashtabula County Ohio, Crawford County Pennsylvania, and connect these trails to existing clubs in the region.
- To provide assistance to all known local snowmobile associations in our area. Not limited to O.S.S.A, P.S.S.A, and E.C.S.A
- To provide emergency assistance to the public if necessary.
- To intervene in unfair snowmobile legislation at the local and state levels.
- To own or lease a building for club meetings and events.
- To perform all desirable and lawful functions for the successful operation of the club and the general public interest

ARTICLE III MEMBERSHIP

Membership in this organization shall be open to:

- All who is 16 years or older.
- Those individuals at age of 16 must be accompanied by an adult.
- Anyone 16 years of age must have a safety course certificate.
- Individuals 18 years or older must have a valid drivers license.
- Individuals that have his/her snowmobile registered.

The club has the right to:

- Have in effect a 30 day probationary period for all new members.
- Cancel any membership after the 30 day probationary period.

ARTICLE IV FISCAL YEAR

The fiscal year of the club will be from January 1st, to December 31st. Club financial books and bank accounts shall be audited and approved within thirty days of the end of the fiscal year by the elected auditors. Should there be a change of treasurers during the year, the club books and accounts shall be audited and approved within thirty days of the change of treasurers.

ARTICLE V MEETINGS

Regular meetings of this organization shall be held: (Updated)

- Date: 2nd Saturday of each month (excluding July and August.)
- Time: Director's Meeting, 5:00pm & Members Meeting, 7:00pm
- Primary Location: Pennline Grange, Pennline, Pennsylvania
- Alternate location; 3588 Root Road, Conneaut, Ohio 44030
(All members will be notified if this location is used)

The presence of not less than 5 of the members shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser percentage may adjourn the meeting until the next monthly member meeting.

An Officer accepts that he or she will attend 70% of all meetings. A Director accepts that he/she will attend a combined total of 70% from meetings and special events. Those who fall below 70% or who shall be absent for three consecutive board meetings, unless excused by the remainder of the board, may be deemed to have resigned from the Board. A past Board Member in good standing with 50 hours of service and a 70% or greater attendance record with the club may re-nominate himself back into office if a director's seat is open. This requires majority vote by the current board. Directors who attend 70% of the functions may be eligible to fill an executive's seat if the past executive fails in his duties or has been removed due to inactivity.

Members are welcome to attend any of the ten (10) regular meetings. They are not required to attend these meetings nor are they required to participate in work parties. A member is required to attend the annual meeting for voting purposes. Members who attend 70% of the functions may be eligible to fill a director's seat if the past director fails in his duties or has been removed due to inactivity.

The annual membership meeting of this organization shall be held: (Updated)

The Annual meeting shall be held on the 2nd Saturday of April each and every year at 5:00pm except if such day is a legal holiday, then and in that event, the Board of Directors shall fix the day but it shall not be more than two weeks from the date fixed by these By-Laws. The Secretary shall cause to be mailed to every member in good standing at his address as it appears in the membership roll book in this organization a notice telling the time and place of such annual meeting.

All Officers and Directors must attend the annual membership meeting. If there is an open executive seat during the end of year meeting, a director with a 70% attendance for that year may be elected to fill that seat.

All Members in good standing must attend the annual membership meeting. If there is an open director's seat during the end of year meeting, any new member may be elected to fill that seat. No past hours or attendance is required.

Special meetings of this organization shall be held:

Special meetings may be called by the President when he deems it for the best interest of the organization. Notices of such meeting shall be mailed to all members at their addresses or called as they appear in the membership roll book at least five (5) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called. No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

All Officers and Directors must attend the special meetings.

All Members must attend the special meeting if it requests members to participate.

ARTICLE VI DUES (updated)

The dues of this organization shall be \$25 per annum for single members and \$35 per annum for family members. A single member is considered one (1) member. A family member is considered four (4) individuals living in the same household. Board Members must purchase a single or family membership per annum to stay in current standing with the club. Membership dues expire on the March 15. Members will be sent a bill within 30 days of expiration.

ARTICLE VI DUES (Cont'd)

When a member joins between January 1st and March 14 of the same year, their membership dues will be pro-rated. Members must be in good standing or have no voting privileges during the Spring Meeting.

ARTICLE VII VOTING

- Each officer shall be entitled to one (1) vote on decisions of policy or practice brought before the Board for determination or disposition at all meetings, special or otherwise. The President may vote on matters before the Board of Directors, only in the event of a tie.
- Each director shall be entitled to one (1) vote on decisions of policy or practice brought before the Board for determination or disposition at all meetings, special or otherwise.
- Each Committee shall be entitled to one (1) vote on decisions of policy or practice brought before the Board for determination or disposition during the annual membership meeting only.
- Each member shall be entitled to one (1) vote on decisions of policy or practice brought before the Board for determination or disposition during the annual membership meeting only. Single and family memberships constitute one (1) vote.

At all meetings, except for the election of officers and directors, all votes shall be by voice. For election or removal of officers, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

At any special or annual meeting, the chairman of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify in writing to the Chairman the results and the certified copy shall be physically affixed in the minute book to the minutes of that meeting. No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

ARTICLE VIII COMPENSATION

No compensation unless approved by the majority vote.

ARTICLE IX ORDER OF BUSINESS

- Roll Call by Secretary.
- Reading of the Minutes of the preceding meeting by Secretary.
- President's Report, by President.
- Reports of Officers, by officers.
- Reports of Committees, by committee directors.
- Old and Unfinished Business.
- New Business.
- Open Discussion.
- Adjournments.

ARTICLE X BOARD

The Officers shall consist of:

Officers shall consist of no less than four (4) members but no more than seven (7) members; each of whom shall be a member in good standing. Each officer shall serve until such time when they resign, are replaced, or as per the removal rules of ARTICLE XIV

- President
- Vice President
- Secretary
- Recording Secretary
- Treasurer
- Co-treasurer
- Past President/ Chairman of Directors

The Directors shall consist of:

Directors shall consist of no less than three (3) members but no more than thirteen (13) members, each of whom shall be a member in good standing. Each officer shall serve until such time when they resign, are replaced, or as per the removal rules of ARTICLE XIV

The Board shall consist of:

The Board shall consist of both the Officers and the Directors. The Board shall control the management of the affairs and business of this organization.

The Board shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting. Five (5) members of the Board shall constitute a quorum and the meetings of the Board shall be held regularly on the 2nd Saturday of each month, excluding; July and August. The Board may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

The President of the organization by virtue of his office shall be Chairman of the Board. The Board shall select from one of their members a secretary.

A director may be removed when sufficient cause exists for such removal. The Board may entertain charges against any director.

A board member shall have the authority by verbal consent of the President and two (2) board members to purchase or order disbursements not to exceed \$350.

ARTICLE XI DUTIES

The initial officers of the organization shall be as follows:

President:

The President shall in the event of the absence or inability of the Recording Secretary to exercise his/her office becomes acting Recording Secretary of the organization with all the rights, privileges and powers as if he had been the duly elected Recording Secretary.

- The President shall preside at all membership meetings. He shall by virtue of his office be Chairman of the Board of Directors.
- He shall present at each annual meeting of the organization an annual report of the work of the organization.
- He shall at his discretion appoint a Director Chairman each year during the end of year meeting unless the position is held by the Past President.
- He shall at his discretion appoint all committees, temporary or permanent.

- He shall at his discretion appoint a temporary Director Chairman or fill an Executive seat if the seat is deemed empty. The temporary seat will exist until the end of year meeting where it will be voted upon.
- He shall see all books, reports and certificates required by law are properly kept or filed.
- He shall be one of the officers who may sign the checks or drafts of the organization.
- He shall have such powers as may be reasonably construed as belonging to the chief executive board of any organization.

Vice President:

The Vice President shall in the event of the absence or inability of the President to exercise his office become acting president of the organization with all the rights, privileges and powers as if he had been the duly elected president.

Secretary:

The Secretary shall in the event of the absence or inability of the Vice President to exercise his office become acting Vice President of the organization with all the rights, privileges and powers as if he had been the duly elected Vice President.

1. The Secretary shall keep the minutes and records of the organization in appropriate books.
2. It shall be his duty to file any certificate required by any statute, federal or state.
3. He shall produce and distribute all notices or correspondents to new and existing members of this organization.
4. He shall be the official custodian of the records and seal of this organization.
5. He may be one of the officers required to sign the checks and drafts of the organization.
6. He shall present to the membership at any meetings any communication addressed to him as Secretary of the organization.

7. He shall submit to the Board any communications which shall be addressed to him as Secretary of the organization.
8. He shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.
9. He shall receive all club payables and receivables. To organize such and distribute to the proper officials during the next official member meeting.

Recording Secretary

The Recording Secretary shall in the event of the absence or inability of the Secretary to exercise his office become acting Secretary of the organization with all the rights, privileges and powers as if he had been the duly Secretary.

- The Recording Secretary shall produce all minutes and agendas for all meetings, special or otherwise.

Treasurer:

1. The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization.
2. He shall cause to be deposited in a regular business bank or trust company a sum not exceeding \$ 2,500.00 and the balance of the funds of the organization shall be deposited in a savings bank except that the Board of Directors may cause such funds to be invested in such investments as shall be legal for a non-profit corporation in this state.
3. He must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.
4. He shall render at monthly member meetings as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.
5. In the event of his absence the Treasurer shall provide the co-treasurer with all reports and the business checkbook. In the event that the co-treasurer is unable

to attend, it is the Treasurer's responsibility to provide everything to the Secretary.

6. He shall exercise all duties incident to the office of Treasurer.
7. Provide all financials and computer documentation to said audit committee for end of year review.

Co-Treasurer:

The Co-Treasurer shall in the event of the absence or inability of the Treasurer to exercise his office become acting Treasurer of the organization with all the rights, privileges and powers as if he had been the duly elected Treasurer.

Director Chairman/Past President:

The Director Chairman or Past President shall be the lead director of the organization and shall organize future policies of the directors. The Director Chairman will overlook all work performed by his directors and will work directly with the President in implementing these policies or procedures.

ARTICLE XII COMMITTEES

All committees of this organization shall be appointed by the President and their term of office shall be for a period of one year. The current permanent committee's are as follows:

By-Law Committee:

President, Vice President, and Secretary. The committee must keep the by-laws current and updated, The Recording Secretary will add the revisions to the by-laws and the original document must be signed by both the President and Vice President.

Insurance Committee:

Treasurer and Events Committee Director. The committee must update the current insurance binder with our agent. Committee must provide sufficient coverage for our future club events for the next year.

ARTICLE XIII SALARIES

No Board member shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

The Board of Directors shall hire and fix the compensation of any and all employees which they in their discretion may determine to be necessary for the conduct of the business of the organization.

ARTICLE XIV NOMINATIONS

A Director may nominate an individual from within, or outside of the Board for any open positions during any meeting, special or otherwise. To become a board member the nominated board member must be approved by a majority vote.

A Director may nominate himself/herself or an individual from within, or outside of the Board for a filled position during the annual membership meeting. Requires a 2/3 ballot vote.

A member may nominate himself/herself or an individual from within, or outside of the Board for any open positions during any meeting, special or otherwise. To become a board member the nominated board member must be approved by a majority vote.

A member may nominate himself/herself or an individual from within, or outside of the Board for a filled position during the annual membership meeting. Requires a 2/3 ballot vote.

ARTICLE XV REMOVAL RULES

Directors may be removed during: a) The end of year member meeting or b) A special meeting called by the president. No Director may be removed during a regular member meeting unless he or she resigns in person or who has been absent himself for three consecutive board meetings. Any Director may resign by providing written notice to the remaining Directors. Resignation shall be effective immediately upon delivery to Directors. Officers and Directors must attend or provide a 70% combined attendance record between work parties and meetings to keep his/her seat each year (See amendments.)

ARTICLE XVI AMENDMENTS



AMENDMENT XVI.1

Changes to:

ARTICLE V MEETINGS

Date:

4-MAR-2006

Description:

Revision of primary time to be changed from 9:00am to 7:00pm. Motion by Brian Blair and 2nd by Brent Parks. No opposition. Approved by majority vote.

President Date Vice President Date



AMENDMENT XVI.2

Changes to:

ARTICLE V MEETINGS

Date:

15-APR-2006

Description:

Revision of primary location changed from CCI to Pierpont Firehall. Motion by Jeff Georgia and 2nd by Bill Dresnek. No opposition. Approved by majority vote.

President Date Vice President Date



AMENDMENT XVI.3

Changes to:

ARTICLE V MEETINGS

Date:

13-MAY-2006

Description:

5-13-06 - Revision of primary dates changed from 1st & 3rd Saturday to 2nd Saturday only. Motion by Brian Blair and 2nd by Josh Fusco. No opposition. Approved by majority vote.

President Date Vice President Date



AMENDMENT XVI.4

Changes to:

ARTICLE V MEETINGS

Date:

18-OCT-2006

Description:

10-16-06 – Revision to exclude July and August meetings during the summer months. Motion by Pete Petri and 2nd by Jeff Georgia. No opposition. Approved by majority vote

President Date Vice President Date



AMENDMENT XVI.5

Changes to:

ARTICLE V MEETINGS & XV REMOVAL RULES

Date:

10-FEB-2007

Description:

2-10-07 – Revision to reduce the board attendance requirements from 80% to 70%. This is to save some of the directors from being removed. The club elected to use a combined percentage of meeting attendance (regular & emergency) plus work party attendance. Thus, increasing the chances of providing a 70% at the end of the year. Some directors may provide more help with meetings than trail work or vice versa, a director should not be discriminated if he can't help with all avenues of said business but it is agreed we must draw a line somewhere. Although Brian Blair stated when elected that he would be out of town most of the year, he felt that if he can provide that percentage, so should every other director. Those individuals that can't make the numbers will be nominated back to a standard member. Suggested by Pete Petri, motioned by Josh Fusco, and 2nd by Brian Blair. See below examples and Articles V above for updates:

Example A: 40% attendance for meetings and 40% with trail attendance would give a director 80% for the year (Sufficient attendance).

Example B: 90% attendance for meetings and 15% with trail attendance would give a director 105% for the year (Sufficient attendance).

Example C: 70% attendance for meetings and 0% with trail attendance would give a director 70% for the year (Sufficient attendance).

Example D: 33% attendance for meetings and 33% with trail attendance would give a director 66% for the year (Not sufficient).

President

Date

Vice President

Date



AMENDMENT XVI.6

Changes to:

ARTICLE IV MEETINGS

Date:

10-MAR-2007

Description:

Revision of primary location changed from Pierpont Firehall to Pennline Grange. Motion by Brian Blair and 2nd by Pete Petri. No opposition. Approved by majority vote.

President Date Vice President Date



AMENDMENT XVI.6

Changes to:

ARTICLE IV MEETINGS

Date:

8-Nov-2007

Description:

Conduct: President, Pete Petri, suggested that we no longer allow special meetings to be held at director's homes or any unfamiliar location to keep the meetings as professional as possible. From this day forward all meetings, emergency or otherwise, shall be formal meetings. All meeting will be conducted at our temporary facility, the Pennline Grange, until our clubhouse is deemed complete. Alcohol consumption is not allowed during scheduled meetings, emergency or otherwise. Alcoholic beverages will be allowed only after the meetings are finished. Member meetings will be during a separate time of director meetings. A decision on times and dates for these meetings will come at a later date. Suggested by Pete Petri, motioned by Mike Flannigan, and 2nd by Steve Decair.

President	Date	Vice President	Date
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AMENDMENT XVI.7

Changes to:

ARTICLE V MEETINGS & XV REMOVAL RULES

Date:

26-APR-2008

Description:

Revision to increase the officer's attendance requirements to 70% for meetings. This is to increase the productivity in the executive positions. Thus also increasing our ability to have a Treasurer on hand at all times. The club originally elected to use a combined percentage of meeting attendance (regular & emergency) plus work party attendance to make the 70% but found a large decrease in Executive productivity. Directors are not required at this time to produce 70% during meetings. They are however still required to have a 70% combined total of meetings and event work to keep their seat the following year. Suggested by Pete Petri, motioned by Mike Flannigan, and 2nd by Rich Searles. See below examples and Articles V above for updates:

President	Date	Vice President	Date
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AMENDMENT XVI.8

Changes to:

ARTICLE VI Dues

Date:

26-APR-2008

Description:

PRORATED DUES: Membership dues expire on the March 15. Members will be sent a bill within 30 days of expiration. When a member joins between January 1st and March 14 of the same year, their membership dues will be pro-rated. The rest of the membership payment will be added to next year's dues.

Example: A member joins on January 15 during our Poker Run. He pays a \$35.00 Family Membership. The member will only have a 59 day Family Membership. 0.096 cents per day equals \$5.66 for the remainder of the year. The difference, \$29.34 will be added to his/her next year's membership. The member will receive a bill for \$5.66, 30 days within expiration of March 14.

President Date Vice President Date

Removals/Resignations

7-19-06 - Jerry Boyd – Removed from Primary Treasures position by split vote, opposition by Executives Pete Petri & Brian Blair. Missing 3 consecutive meetings Jerry was unavailable to make many summer meetings due to camping. Replaced by Bill Dresnek. Club made a motion to keep Jerry as a past director in good standing. (Notes. not able to get a treasurers report and pay bills at time of meetings nor communicate with executives to get an alternate)

7-19-06 – Kenny Harding - Removed from Co-Treasures position by split vote, opposition by Executives Pete Petri & Brian Blair. Missing 3 consecutive meetings Jerry was unavailable to make many summer meetings due to camping. Replaced by Jeff Georgia. Club made a motion to keep Kenny as a past director in good standing. (Notes. not able to get a treasurers report and pay bills at time of meetings when Primary Treasurer was unavailable to be at a meeting)

7-19-06 – Joe Frost - Resigned from Directors position. Joe was unavailable to make many meetings due to work but stated he would like to have an opportunity in the future to come back. Club made a motion to keep Joe as a past director in good standing.

8-25-07 – Bill Dresnek – Resigned from Secretary verbally at club function. Left open until 3 consecutive missed meetings. Replaced by Brent Parks. Club made a motion to keep Bill as a past director in good standing. (Notes. not able to get meeting minutes for present & future meetings due to inactivity.)

1-13-07 – Jim Stanley - Removed from Directors position by the board, no opposition. Missing 6 consecutive meetings. Jim was unavailable to make many meetings due to working double shifts. Club made a motion to keep Jim as a past director in good standing.

3-10-07 – Harry Parks - Removed from Directors position missing 6 consecutive meetings by the board, no opposition. Harry was unavailable to make many meetings due to purchasing a new business. Club made a motion to keep Harry as a past director in good standing.

8-18-07 – Josh Fusco - Resigned from Directors position verbally at club function. Left open until 5 consecutive missed meetings. Club made a motion to keep Josh as a past director in good standing.

12-8-07 – Brent Parks - Removed from Primary Treasures position by the board, no opposition. Missing 4 consecutive meetings and missing 7 total meetings. Replaced by Nickey Wnorosky. (Notes. not able to get minutes created nor communicate with executives to get an alternate)

Removals/Resignations (Cont'd)

1-12-08 – Bill Dresnek - Removed from Primary Treasures position by the board, no opposition. Missing 3 consecutive meetings and missing 7 total meetings. Not able to make many meetings due to work. Replaced by Lisa Flannigan. Club made a motion to keep Bill as a past executive in good standing. (Notes. not able to get a treasurers report and pay bills at time of meetings nor communicate with executives to get an alternate)

1-12-08 – Jeff Georgia - Removed from Co-Treasures position by the board, no opposition. Missing 5 consecutive meetings and missing 8 total meetings. Replaced by Wilma Weeston. Club made a motion to keep Jeff as a past executive in good standing. (Notes. not able to get a treasurers report and pay bills at time of meetings when Primary Treasurer was unavailable to be at a meeting)

1-12-08 – Todd Dresnek - Removed from Directors position by the board, no opposition. Missing 3 consecutive meetings and 10 total meetings. Todd was unavailable to make many meetings due to work. Club made a motion to keep Todd as a past director in good standing.

1-12-08 – Matt Bradnan - Removed from Directors position by the board, no opposition. Missing 5 consecutive meetings and 10 total meetings. Club made a motion to keep Matt as a past director in good standing.