

By-Laws of the New Mexico 4-Wheelers, Inc.
(current as of 1 Aug 2000)

ARTICLE I. NAME

A. This corporation shall be known as the New Mexico 4-Wheelers

ARTICLE II. The New Mexico 4-Wheelers is organized as a non-profit club for the purpose of:

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

ARTICLE III. MEMBERSHIP

- A. There shall be four (4) classes of membership: Voting, Associate, Honorary, and Sustaining.
- B. Voting membership shall be limited to Members in good standing who are registered owners of a four wheel drive vehicle, are at least eighteen (18) years of age, hold a valid driver's license, and carry at least the minimum amount of auto insurance required by the laws of the State of New Mexico; or who are sponsored by such a Member. Good standing shall be described as having dues paid current.
- C. Associate Members are those 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 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 a vote of the Members at a regularly scheduled meeting, in recognition of service to the Club, and will be indefinite unless rescinded by vote of the Members.

E. Sustaining membership shall be available to such individuals or business firms who wish to make a donation of money, merchandise, services, or equipment to this Corporation. A plaque or certificate, suitable for display, will be presented to such Sustaining Members.

F. Application for 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 vote of the Voting Members.

G. 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 dues structure is addressed in the Standard Operating Procedure (SOP) Supplement to these By-Laws.

ARTICLE V. FISCAL YEAR

A. The fiscal year of the New Mexico 4-Wheelers shall begin on August 1 and end on July 31.

ARTICLE VI. VOTING

A. Each Voting 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 shall constitute a quorum, and a majority vote of those Members shall be sufficient for any action taken, including election of Officers at the Annual Meeting.

ARTICLE VII. OFFICERS

A. Officers of the New Mexico 4-Wheelers shall be: President, Vice-President, Program Chairman, Trip Chairman, Director of Environmental Affairs, Secretary, Treasurer, and Historian.

ARTICLE VIII. ELECTION OF OFFICERS

A. Nominees for office shall be Voting Members in good standing.

B. All terms of office shall be one (1) year.

C. The Annual Meeting shall be the last meeting in July of each year, at which time Officers shall be nominated and elected for the following year. Nominees for office must be present at the meeting, or have previously filed a letter of intent to accept a 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 August.

ARTICLE IX. BOARD OF DIRECTORS

A. The Board of Directors shall consist of the 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 time as there are qualified candidates. The President may appoint someone to perform the duties of the vacant office in the interim.

D. Actions agreed upon 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 X. DELEGATES

A. There shall be two (2) Delegates and one (1) Alternate elected at the Annual Meeting for the purpose of representing the New Mexico 4-Wheelers at meetings of the Southwest Four Wheel Drive Association.

B. Delegates are not on the Board of Directors.

ARTICLE XI. MEETINGS

A. Meetings shall be held at least once a month, and may be held more often at the discretion of the Board of Directors.

B. All proceedings of this Corporation shall be governed by Robert's Rules of Order, or by the Standard Operating Procedure (SOP) Supplement to these By-Laws.

ARTICLE XII. AMENDMENTS

A. The By-Laws and Standard Operating Procedure (SOP) Supplement may be amended by a two-thirds majority vote of those Members present at any Annual

Meeting or any other regular meeting. Any amendment or amendments shall be duly certified to the State Corporation Commission of New Mexico.

ARTICLE XIII. RECALL

A. Officers are expected to attend all regular meetings. Absence from two (2) consecutive meetings without one week 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 recall.

B. An elected Officer may be recalled by a two-thirds majority vote of the Members present at any regular meeting, provided written notice of the proposed recall is given to said Officer at least two (2) weeks prior to the meeting.

ARTICLE XIV. 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 President's office. Committees and their members shall also be directed by these By-Laws.

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 the 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.