

# Constitution and By-Laws of St. Stephen River Runners

Last updated 3/7/2018

## Article I

### Name and Purposes

Section 1- The name of the club shall be: St. Stephen River Runners, a non-profit organization. H-615.

Section 2- The purposes of the St. Stephen River Runners, is:

- To serve the interest of the snowmobile owners
- to defend such owners against discriminatory legislation and burdensome taxation
- to provide for the fraternal association for all persons interested in snowmobiling
- to promote and protect the best interest of such persons in the lawful use of snowmobile vehicles
- to assist in the protection of private and public lands from destruction and littering by the use of such vehicles
- to stimulate a greater interest in snowmobiling among all the citizens in the area served by the club
- to provide a medium for the exchange of snowmobile information
- to be united in the promotion of good conduct in the use of snowmobiles
- to further the interest of snowmobiling
- contributing to the better good of the community
- maintain a trail system

## Article II

### Membership

Section 1. The club offers open membership to the public, 18 years or older. (Under 18 years of age must be a family membership, including parents over the age of 18.)

Section 2. Club memberships are either a Single membership or Family membership. A family membership is defined as a couple living together and their dependent children under the age of 18.

Section 3. A single member is entitled to bring one guest to all club functions. A Family membership is entitled to bring two guests to all club functions.

Section 4. Single membership shall be \$30 per season and Family membership shall be \$35. A club membership includes a membership to MnUSA.

Section 5. A membership is effective from January 1<sup>st</sup> to December 31<sup>st</sup>

to coincide with MnUSA memberships. Annual renewals will coincide with the Trail Gaiting party in early December.-Membership in the club may be terminated for non-payment of dues.

Section 6. Code of conduct for members will be included on membership renewal form. *A member may be voted out of the club at a regularly scheduled meeting for making false or defamatory comments, actions or social media posts about the club. A motion with a majority vote of members present at the regular meeting may terminate his/her membership in the club.*

*If the terminated member has a family membership, the members may vote to allow the other adult of the membership to remain a member of the club. A motion with a majority vote of members present at the regular meeting may vote to allow the member to retain his/her membership in the club.*

Section 7. New member have voting rights 15 days after their current dues are paid to the Treasurer.

## Article III

### Management

Section 1. The Officers of the club shall be made up of the President, Vice President, Media Editor, Treasurer, Secretary, Trail Coordinator and Grooming Coordinator.

Section 2. The President shall hold office for a period of two (2) years. The Vice President, Media Editor, Secretary, Treasurer, Trail Coordinator and Grooming Coordinator positions will all be 1 year terms. All positions may be re-elected for more than one term.

Section 3 Combined with Section 2.

Section 4. Vacancies of any officer position may be filled at any regular meeting provided written notice of vacancy is provided to all current members in advance. The successor will serve for the un-expired term of his/ her predecessor.

Section 5. Any officer shall have the right to resign his/her office providing that his/her resignation is delivered to another current officer at least 10 days prior to the effective date of the resignation. Upon resignation the officer must immediately turn over all club property and information for that position. (For example; complete landowner list, passwords and bank information.) The officer receiving the resignation must immediately notify the other board members. A list of all returned items must be completed with both parties signing and dating.

Section 6. The Officers may employ whatever personnel they deem necessary and for which funds are available to aid in the management of the club.

Section 7. Funds of the organization shall be deposited in the club's account at a duly accredited bank. Club funds may be used to pay club expenses that have been approved by the majority of officers, or majority of the members at a regular meeting.

Section 8. The Treasurer and President or Vice President need to both be signers on all financial accounts.

Section 9. Any officer may be relieved of his/her duties providing that a 10 day written notice is forwarded duly signed by a majority of the officers and will set forth the reason why the officer is to be removed and said person shall have the right to appear at the meeting to plead his/her case. A majority vote of the paid members at such meeting shall be sufficient to retain the officer's position with the club.

Section 10. All meetings shall be run by Roberts Rules of order. The President will only cast a vote in case of a tie.

Section 11. No club member will offer a contract of any type to a business or the public without prior approval of the majority of the officers.

#### Articles IV Officers

Section 1.- (Removed )

Section 2. The President shall preside at all meetings of the club, and shall carry all responsibilities assigned the President by the By-Laws of the club.

Section 3. During the absence or temporary incapacity of the President, the Vice President shall perform the duties and have the powers of the President.

Section 3A. If both the President and Vice President are not in attendance for a meeting another officer may run that meeting. All motions will be voted on at the next meeting.

Section 4. The Treasurer shall keep all record and accounts of the club in the bank approved by the members and in the name of the club. He/she shall disburse the funds of the club under the direction of the membership. An annual financial statement shall be prepared and submitted to the membership at the end of each fiscal year. He/she will be responsible for maintaining the clubs financial matters including, but not limited to; payment of all bills, reconciliation of bank account(s), overseeing membership dues. The treasurer will keep record of the memberships paid and submit payment of dues to MnUSA. All deposits must be made within 4 business days and any deposits over \$700 must be verified by another club member.

Section 5. (Removed)

Section 6. The Secretary of the club shall be responsible for taking notes at each meeting and preparing those notes for the file and reading of the minutes at the following meeting, and retaining a copy of the minutes for future reference.

Section 7. The Media Editor will be responsible for preparing and mailing or emailing a copy of the club's newsletter to all current members. A newsletter must be sent out prior to the first meeting of the season,

prior to annual elections, and as deemed appropriate. This position requires a working knowledge of computers, domain names and host sites.

Section 8. The Trail Coordinator is responsible to organize: trail maintenance, act as liaison to landowners, organizing trail grooming and to represent our club at the Stearns County Trail Association meetings and to report information at the next club meeting. Lead the Trail Committee made up of club members to assist with Trail Coordinator responsibilities.

Section 8 A. The Grooming Coordinator is responsible to coordinate: maintenance of the groomer, groomer drivers training, maintain groomer log, attend maintenance training with groomer manufacturer and to represent our club at the Stearns County Trail Association meetings and report information at the next club meeting.

Section 9. An information packet will be given to the President and Vice President after elections and returned at the end of their term. The information packet will include:

-Complete list of landowners including; name, address and phone number.

-Bank information including bank name, account number and authorized signors for both the Trail and Event accounts.

-Club tax status information *for state of MN and the IRS*

-Website information including; the company the domain is purchased through, renewal date, the company that hosts the website, current password for the website.

-Face Book page editor and administrators.

-MnUSA password.

-Ditch clean up contact information.

-Groomer shed code.

-QuickBooks login and password info.

-*All insurance information for the club*

#### Article V Committees

Section 1. Appointed committees for approved club functions must stay within the pre-approved budget for that event.

Section 2. A budget will be approved for the event by a majority vote of paid members present at meeting.

#### Article VI Meetings

Section 1. (moved to Article VII as Section 1A.)

Section 2. Regular meetings of the club will be held twice each month from September *through* April. The meeting schedule, location and time shall be included in the club newsletters on the website *and social media*.

Section 3- The members in attendance, upon notification of any regular or special meeting shall constitute a quorum. A majority of board members (4 of 7) is required to hold special meetings.

#### Articles VII Elections

Section 1. A paid family membership shall entitle each couple to two (2) votes at any regular or special meeting. A single membership entitles the member to one (1) vote.

Section 1A. The annual election meeting shall be in October of each year and notice of such meeting shall be mailed to each member to their last known address or email address at least seven (7) days prior to the date of the *election* meeting.

Section 2. Any paid member may be nominated for any open officer positions at the meeting prior to election meeting.

Section 2.1 A ballot will be delivered to all members by email if provided, otherwise mailed 7 days prior to election meeting.

Section 3. A person shall be considered elected to that office for which they were legally nominated, upon approval of the majority of those members present at the election meeting *or by proxy ballot*.

Section 4. Officers shall take office at the next regular club meeting and shall serve until fulfillment of their term.

Section 5. No person shall be elected or hold office unless they are a member in good standing.

Section 6. Voting shall be by individuals and only paid members in good standing will be entitled to vote. No person shall cast more than one (1) vote. Absentee ballot will be valid if such ballot is printed, signed, and delivered via email or USPS to one of the officers prior to the election meeting.

Section 6.1 The ballot will include all officers email and mailing addresses.

#### Article VIII The Fiscal Year

Section 1. The fiscal year of the club shall commence on the first day of September and ends the 31<sup>st</sup> day of August.

#### Article IX Amendments

Section 1. These By-Laws may be amended at any meeting of the club by a majority vote of the paid members in attendance. Providing a notice of proposed amendment or amendments have been mailed or emailed to each paid member with notice of the meeting at which the amendments are to be considered.

Section 2. All decisions voted on by the club members will stand, for one year before they may be re-visited.

Section 3. Any amendments approved by the members shall be noted on the final page of the By-Laws and will include the date and vote of such amendment.

#### Article X Club Funds

Section 1. A majority of those present after notification of a regular or special club meeting shall be needed to release money from the clubs savings account or make a change to a Certificate of Deposit owned by the club.

Section 2. Any capital improvement would require a majority vote of club members prior to any purchase.

Section 3. Emergency on the trails (such as groomer or trail repair) would not need club approval.

Section 4. Two separate funds will be maintained. 1. The Trail Fund 2. Event Fund. Trail Fund monies will follow accounting standards of Federal Law. Monies can be transferred from the Event Fund to the Trail Fund with a majority vote of member present at a regular meeting.

#### Article XI Donations

The club may donate up to \$1,500 per year to local community members and organizations. Each case will be considered on an individual basis. The request must be presented to the club in writing.

#### Article XII Addendums (Include date voted on)

- 1- Donation clause, voted in 1/19/2011
- 2- Article IV Officers, Section 3A. If both the President and Vice President are not in attendance for a meeting another officer may run that meeting. All motions will be voted on at the next meeting. Voted in 3/20/2013.
- 3- The club may donate up to \$1,500 per *club fiscal* year to ~~local~~ community members and organizations. Each case will be considered on an individual basis. The request must be presented to the club in writing. (Italicized words were added and ~~marked~~ through words were removed.) Voted in 3/20/2013.

- 4- Article III Section 2. The President ~~and Vice President~~, shall hold office for a period of two (2) years. ~~The Vice President will then move into the President position. Remove Article IV Section 5. The Vice President will assume the duties of President when the term of the President expires.~~ Voted on 9/17/2014.
- 5- Article II Section 1. The club offers open membership to the public, 18 years of *or* older. (Under 18 years of age must be a family membership, including parents over the age of 18.) Voted on 1/11/17.
- 6- Article II Section 4. Single membership shall be ~~\$25~~ \$30 per season and Family membership shall be ~~\$30~~ \$35. A club membership includes a membership to MnUSA. Voted on 1/11/17.
- 7- Article II Section 6. Code of conduct for members will be included on membership renewal form.
- 8- Article II Section 7. New member have voting rights 15 days after their current dues are paid to the Treasurer. Voted on 1/11/17.
- 9- Article III Section 1. The Officers of the club shall be made up of the President, Vice President, Treasurer, Secretary, Trail Coordinator and ~~Newsletter Editor~~ Media Editor. Voted on 1/11/17.
- 10- Article III Section 2. The President shall hold office for a period of two (2) years.  
~~Section 3-~~ ( Combine Sections 2 & 3 by removing “Section 3.”) The *Vice President*, Secretary, Treasurer, Trail Coordinator and Newsletter Editor positions will all be 1 year terms. ~~These~~ All positions may be re-elected for more than one term. Voted on 1/11/17.
- 11- Article III Section 4. Vacancies of any officer position may be filled at any regular meeting provided written notice of vacancy is provided to all current members in advance. The successor will serve for the un-expired term of his/ *her* predecessor. Voted on 1/11/17.
- 12- Article III Insert at end of section. “Upon resignation the officer must immediately turn over all club property and information for that position. (For example; complete landowner list, passwords and bank information.) The officer receiving the resignation must immediately notify the other board members. A list of all returned items must be completed with both parties signing and dating.” Voted on 1/11/17.
- 13- Article III Section 7. Funds of the organization shall be deposited in the club’s account at a duly accredited bank. Club funds may be used to pay club expenses that have been approved by the ~~President, Vice President, Treasurer~~ *majority of officers*, or majority of the members at a regular meeting. Voted on 1/11/17.
- 14- Article III Section 8. The Treasurer and President *or Vice President* ~~shall need to~~ both be signers on all financial accounts. Voted on 1/11/17.
- 15- Article III Section 9. Any officer may be relieved of his/her duties providing that a 10 day written notice is forwarded duly signed by ~~the President and Secretary~~ “*a majority of the officers*” and will set forth the reason why the officer is to be removed and said person shall have the right to appear at the meeting to plead his/her case. A majority vote of the paid members at such meeting shall be sufficient to retain the officer’s position with the club. Voted on 1/11/17.
- 16- Article III add new section. Section 11. No club member will offer a contract of any type to a business or the public without prior approval of the majority of the officers. Voted on 1/11/17.
- 17- Article IV remove Section 1. ~~Section 1. The officers shall be elected by the members at a regular October club meeting and shall hold office for the term specified. All current members shall receive written notice of upcoming officer elections.~~ Voted on 1/11/17.
- 18- Article IV Section 4. The Treasurer shall keep all record and accounts of the club in the bank approved by the members and in the name of the club. He/she shall disburse the funds of the club under the direction of the membership. An annual financial statement shall be prepared and submitted to the membership at the end of each fiscal year. He/she will be responsible for maintaining the clubs financial matters including, but not limited to; payment of all bills, reconciliation of bank account(s), overseeing membership dues. The treasurer will keep record of the memberships paid and submit payment of dues to MnUSA. Add “All deposits must be made within 4 business days and any deposits over \$700 must be verified by another club member.” Voted on 1/11/17.
- 19- Article IV Section 7. The ~~Newsletter Editor~~ Media Editor will be responsible for preparing and ~~sending out~~ *mailing or emailing* a copy of the club’s newsletter to all current members. A newsletter must be sent out prior to the first meeting of the season, prior to annual elections, and as deemed appropriate. *This position requires a working knowledge of computers, domain names and host sites.* Voted on 1/11/17.

- 20- Article IV Section 8. The Trail Coordinator is responsible to organize: the maintenance of the groomer, trail maintenance, groomer driver's training, *act as liaison to landowners, maintain groomer log, organizing trail grooming* and to represent our club at the Stearns County Trail Association meetings *and to report information at the next club meeting, act as liaison to landowners, maintain groomer log, organizing trail grooming, and to report information at the next club meeting.* Voted on 1/11/17.
- 21- Article IV add section.  
*Section 9. An information packet will be given to the President and Vice President after elections and returned at the end of their term. The information packet will include:*  
*-Complete list of landowners including; name, address and phone number.*  
*-Bank information including bank name, account number and authorized signors for both the Trail and Event accounts.*  
*-Club tax status information.*  
*-Website information including; the company the domain is purchased through, renewal date, the company that hosts the website, current password for the website.*  
*-Face Book page access info, editor and administrators.*  
*-MnUSA password.*  
*-Ditch clean up contact information.*  
*-Groomer shed code.* Voted on 1/11/17.
- 22- Article VI Section 1. The annual election meeting shall be in October of each year and notice of such meeting shall be mailed to each member to their last known address *or email address* at least seven (7) days prior to the date of the meeting. Voted on 1/11/17.
- 23- Article VI move Section 1 to Article VII Section 1A. Voted on 1/11/17.
- 24- Article VI Section 2. Regular meetings of the club will be held twice each month from September to April. The meeting schedule, location and time shall be included in the club newsletters *and on the website.* Voted on 1/11/17.
- 25- Article VI Section 3- The members in attendance, upon notification of any regular or special meeting shall constitute a quorum. ~~Any action taken at such meeting shall require a majority vote for the paid members present unless otherwise stated in this Constitution.~~ *A majority of board members (4 of 6) is required to hold specific meetings. A majority of board members (4 of 6) is required to hold special meetings.*
- 26- Article VII Section 1. A paid-up family membership shall entitle each couple to two (2 ) votes at any regular or special meeting ~~providing that both members are present at the meeting.~~ *providing that both members are present at the meeting.* A single membership entitles the member to one (1) vote.
- 27- Article VII Section 2. Any paid member may be nominated for any open officer positions at the *meeting prior to election meeting.*
- 28- Article VII Add section 2.1 *Section 2.1 A ballot will be delivered to all members by email if provided, otherwise mailed 10 days prior to election meeting.*
- 29- Article VII Section 6. Voting shall be by individuals and only paid members in good standing will be entitled to vote. No person shall cast more than one (1) vote. ~~Voting proxies will be valid is such vote is in writing and signed and delivered to one of the officers prior to the meeting.~~ *Absentee ballot will be valid if such ballot is printed, signed, and delivered via email or USPS to one of the officers prior to the election meeting.*
- 30- Article VII add Section 6. Section 6.1 The ballot will include all officers email and mailing addresses.
- 31- Article IX Section 1. These By-Laws may be amended at any meeting of the club by a majority vote of the paid members in attendance. Providing a notice of proposed amendment or amendments have been mailed *or emailed* to each paid member with notice of the meeting at which the amendments are to be considered.
- 32- Article X Section 3. Emergency on the trails (such as groomer or trail repair) would not need *club* approval.

33- Article XI Donations- The club may donate up to \$1,500 per year to local community members and organizations. Each case will be considered on an individual basis. The request must be presented to the club in writing. (~~voted in 1/19/2011~~)

34-Article III Section 2. Change Newsletter Editor” to “Media Editor. (Voted in 11/29/2017.)

35- Article IV Section 9. –Face Book page ~~access info~~, editor and administrators. Add the following to this section. “QuickBooks Login, password info.” (Voted in 11/29/2017.)

36- Articles VII Elections Sections 2.1A Section 2.1 A ballot will be delivered to all members by email if provided, otherwise mailed ~~40~~ 7 days prior to election meeting. (Voted in 11/29/2017.)

37- Section 1. The Officers of the club shall be made up of the President, Vice President, Media Editor, Treasurer, Secretary, Trail Coordinator and *Grooming Coordinator*. (Voted in 3/7/2018.)

38- Section 2. The President shall hold office for a period of two (2) years. The Vice President, Media Editor, Secretary, Treasurer, Trail Coordinator and *Grooming Coordinator* positions will all be 1 year terms. All positions may be re-elected for more than one term. (Voted in 3/7/2018.)

39- Section 8. The Trail Coordinator is responsible to organize: ~~the maintenance of the groomer~~, trail maintenance, ~~groomer driver’s training~~, act as liaison to landowners, ~~maintain groomer log~~, organizing trail grooming and to represent our club at the Stearns County Trail Association meetings and to report information at the next club meeting. *Lead the Trail Committee made up of club members to assist with Trail Coordinator responsibilities.* (Voted in 3/7/2018)

40- Section 8 A. *The Grooming Coordinator is responsible to coordinate: maintenance of the groomer, groomer drivers training, maintain groomer log, attend maintenance training with groomer manufacturer and to represent our club at the Stearns County Trail Association meetings and report information at the next club meeting.* (Voted in 3/21/18)

41 – Article II Section 6 add to section. *A member may be voted out of the club at a regularly scheduled meeting for making false or defamatory comments, actions or social media posts about the club. A motion with a majority vote of members present at the regular meeting may terminate his/her membership in the club.*

*If the terminated member has a family membership, the members may vote to allow the other adult of the membership to remain a member of the club. A motion with a majority vote of members present at the regular meeting may vote to allow the member to retain his/her membership in the club.*

42 – Article IV Section 9 add : Club tax status *for state of MN and the IRS and -All Insurance information*

43 – Article VI Section 2. Regular meetings of the club will be held twice each month from September ~~to~~ through April. The meeting schedule, location and time shall be included in the club newsletters ~~and~~ on the website *and social media*

44 -Section 3- The members in attendance, upon notification of any regular or special meeting shall constitute a quorum. A majority of board members (4 of ~~6~~7) is required to hold special meetings.

45 – Article VII Section 1A. The annual election meeting shall be in October of each year and notice of such meeting shall be mailed to each member to their last known address or email address at least seven (7) days prior to the date of the *election* meeting.

46 – Article VII Section 3. A person shall be considered elected to that office for which they were legally nominated, upon approval of the majority of those members present at the election meeting ~~of the club~~ *or by proxy ballot.*

