

**SOUTH DAKOTA SNOWMOBILE ASSOCIATION, INC.**

**BYLAWS INDEX**

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**SOUTH DAKOTA SNOWMOBILE ASSOCIATION, INC.****BYLAWS**

Revised, November 2013

**ARTICLE I****Name**

This organization shall be known as the South Dakota Snowmobile Association, Incorporated.

**ARTICLE II****Objectives**

The purpose of the South Dakota Snowmobile Association, Inc. is to stimulate and advance the general welfare and safety of snowmobiling; to serve the interests of snowmobile owners; to defend such owners against discriminatory legislation, regulation and burdensome taxation; to develop a fraternal spirit among snowmobile and other winter sport enthusiasts; to perform all desirable and lawful functions for the successful operation of the Association and in the general public interest.

**ARTICLE III****Membership****Section 1. Membership****A. Classification**

- (1) Active Membership
- (2) Family Membership
- (3) Charter Membership
- (4) Legacy Membership
- (5) Honorary Membership
- (6) Associate Membership

**Section 2. Qualifications****A. Active Membership**

- (1) Any person is eligible for membership as an active member, who has an interest in snowmobiling and is willing to pay current annual dues. Dues must be paid upon receipt of notice of renewal or the member relinquishes all privileges as an active member of this Association.

**B. Family Membership**

- (1) Family membership includes a spouse of the paid member and children of the paid member who are under 21 years of age and living at the member's primary residence.

C. Charter Membership

- (1) Any snowmobile club in South Dakota enrolling their total membership as paid South Dakota Snowmobile Association, Inc. members accompanied by the dues and a list of members at the beginning of the constituent clubs fiscal year shall be known as a Charter Club of the South Dakota Snowmobile Association, Inc.

D. Legacy Membership

- (1) Any individual active member is eligible for legacy membership, who has an interest in snowmobiling and is willing to pay current legacy membership dues. Dues must be paid prior to granting a legacy membership. A legacy member maintains the same privileges as an active member.
- (2) To honor the dedicated interest in snowmobiling and in club activities, a snowmobile club in good standing with SDSA, may sponsor an individual club member for a Legacy Membership by making an application and paying, on behalf of the individual, the current legacy membership dues.

E. Honorary Membership

- (1) Honorary Membership may be conferred on a member or dignitary by the Board of Directors. Honorary status implies that the member's dues are waived for the lifetime of the recipient.

F. Associate Membership

- (1) Any business willing to pay annual dues as established by the Board of Directors.

Section 3. Privileges of Active and Legacy Membership

- A. Any active and legacy member has the privilege of holding office, serving on committees, receiving the official publication and notices pertaining to the Association and of having a membership card designating active membership in this Association.
- B. Upon request from a legacy member, their status may be changed to a non-voting member. This would then remove them from the ACSA membership list, the Sno Plainsman mailing list and the Right to Ride account so no costs would be incurred by SDSA for their legacy membership.

## **ARTICLE IV**

### **Geographic Organization**

Section 1. Division

- A. The South Dakota Snowmobile Association shall be divided in (7) seven districts for the purpose of maintaining interest in all areas of the state.
  - (1) District One shall comprise that area west of the Missouri River and north of the Pennington/Meade County line and the Cheyenne River, to within the boundaries of South Dakota as applicable.

- (2) District Two shall comprise that area west of the Missouri River and south of the Pennington/Meade County line and the Cheyenne River, to within the boundaries of South Dakota as applicable.
- (3) District Three shall comprise that area east of the Missouri River, West of SD Highway 25, and north of US Highway 212, to within the boundaries of South Dakota as applicable.
- (4) District Four shall comprise that area east of the Missouri River, south of US Highway 212, west of SD Highway 25 and north of US Highway 34, as applicable.
- (5) District Five shall comprise that area east of the Missouri River and south of US Highway 34, to within the boundaries of South Dakota as applicable.
- (6) District Six shall comprise that area east of SD Highway 25 and north of US Highway 212 to within the boundaries of South Dakota as applicable.
- (7) District Seven shall comprise that area east of SD Highway 25 south of US Highway 212 and North of US Highway 34 to within the boundaries of SD as applicable.

## **ARTICLE V**

### **Board of Directors**

#### **Section 1. How Constituted**

- A. Voting members of the Board of Directors shall be the President, President-Elect, Immediate Past President and seven (7) Directors elected at the annual meeting by the delegate membership of this Association. Directors shall be elected annually for a two (2) year term. One (1) Director shall be elected from the membership of the Charter Clubs from each district as provided in Article IV, Geographic Organization. Directors for District 1, 3, 5 & 7 shall be elected during the Annual Meeting to be held on the even number years. Directors from Districts 2, 4, & 6 shall be elected during the Annual Meeting to be held on odd number years.

#### **Section 2. Powers and Duties**

- A. The Board of Directors shall be the governing body of this Association and administer its affairs, determine its policies, make its plans, manage its funds, adopt its budget, authorize expenditures, provide for an annual audit by the Board, define the duties and rules of procedure of committees, approve or disapprove committee appointments of the President and have such other powers and duties as are herein elsewhere enumerated.
- B. The Board of Directors shall attend all Board of Director meetings, fill vacancies of its own membership and hire the Executive staff and define duties as appropriate.
- C. Any officer of the Board of Directors failing to fulfill the duties, missing two (2) consecutive meetings without valid excuses shall be liable to dismissal on a majority vote of the Board of Directors; the President will fill vacancies with the approval of the Board of Directors.

### Section 3. Meetings

- A. Meetings of the Board of Directors shall be held immediately preceding and immediately following the annual meeting and other as called by the President when the business of the Association require, or by five (5) members of the Board of Directors. Five (5) days notice of special meeting stating the purpose of the meeting shall be given. Notice of a special meeting may be waived upon consent of the Board of Directors. A majority of members of the Board of Directors shall constitute a quorum. Teleconference meetings are acceptable.

## ARTICLE VI

### Officers

#### Section 1. Officers

- A. The officers of this Association shall be the President and President Elect. The Presidential term shall be one (1) year with an optional second one (1) year term, if so elected by the general membership. The President Elect automatically becomes President upon the vacancy of the presidential office. No person shall be eligible to hold an office in this Association without having served on the Board of Directors for a minimum of two (2) years.

#### Section 2. Duties

- A. The President shall preside at the annual business meeting and at meetings of the Board of Directors. With approval of the Board of Directors, the President shall appoint standing and special committees unless otherwise herein specified and shall appoint the registrar and tellers. The President shall prepare an annual report for presentation at the annual meeting and shall perform all other duties usually required of a President or delegated by the Board of Directors.
- B. The President-Elect shall perform the duties of the President when the President is unable to service.
- C. Additional Duties
- (1) In addition to the foregoing specific duties, the duties of the officers shall be such as their titles, by general usage would indicate and such as may be assigned to them by the Board of Directors. The President, Past President and President-Elect may represent this Association at all ISC Conferences.
- D. Association Property
- (1) Each officer shall deliver any Association property and records to a successor or to the President within one month after the annual meeting.

### Section 3. Indemnification

- A. Every Director, Officer or employee of the South Dakota Snowmobile Association, Inc. shall be indemnified by said Association against all expenses and liabilities including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a part or in which he may become involved by reason of his being or having been a Director, officer or employee of said Association or any settlement therefore whether or not he is a Director, officer or employee at the time such expenses are incurred, except in such cases wherein the Director, officer or employee is shown to have acted with negligence or committed misconduct in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approve such settlement and reimbursement as being for the best interest of said Association. Said Association shall defend for him at his own expenses, all proceedings brought against him as a result of anything he may do officially in the execution of his duties of his office or prosecution of the business of said Association before making determination that the same arose out of negligence or misconduct in the performance of duty, if such negligence or misconduct be thereafter established, said Association shall have the right to reimburse itself for the expenses of such defense, and for that purpose, shall have a lien on all of the property of such individual then or thereafter coming into the hands of the Association and shall have cause of action against such person for such reimbursement. The foregoing right of indemnification shall be in addition to and not exclusive to all other rights to which such director, officer or employee may be entitled.

## ARTICLE VII

### Charter Clubs

#### Section 1. Privileges and Duties

- A. Each club representation shall consist of one (1) delegate as the Club President or the designated alternate if the President is not available and one (1) delegate to represent each twenty-five (25) members or fraction thereof, including associate members. Associate members will count as members of the Charter Club that solicits the business's membership.
- B. Each club shall receive an official certificate of enrollment as a Charter Club upon receipt of a membership list and dues of all the members of the constituent club.
- C. Each club shall submit the names, addresses and dues of the members to the Executive office by the 15<sup>th</sup> of November of each year and any new members by the 15<sup>th</sup> of each month.
- D. A club in good standing with the South Dakota Snowmobile Association shall consist of a minimum of 3 paid SDSA & Club Members.
- E. A club must be in good standing to be eligible to be covered under the SDSA umbrella insurance policy.

## **ARTICLE VIII**

### **Executive Staff**

#### Section 1. Appointment and Duties

- A. An Executive Staff as designated and appointed by the Board of Directors shall be responsible to the Board of Directors and others as the Board of Directors may authorize. The Executive Staff if appointed would be responsible to the Board of Directors to assist in conducting the affairs of this Association. The Executive Staff as appointed shall take minutes of all meetings and receive and disburse monies as directed by the Board of Directors. The Executive Staff (secretary, Editor or others designated) will be hired at the meeting prior to the close of the fiscal year by the Board of Directors.

## **ARTICLE IX**

### **House of Delegates**

#### Section 1. How Comprised

- A. There shall be a House of Delegates of the South Dakota Snowmobile Association, Inc. which shall consist of the Board of Directors, South Dakota Snowmobile Association, Inc., the Club Presidents from each of the constituent Snowmobile Clubs and one (1) delegate for each twenty-five (25) members (including legacy and associate members) or fraction therefore selected by the Charter Clubs.

#### Section 2. Representation

- A. A delegate other than the President shall represent twenty-five (25) members (including legacy and associate members) or fraction therefore of the constituent club and shall be entitled to one (1) vote at the annual meeting of the South Dakota Snowmobile Association, Inc.
- B. The President of the constitute club shall be entitled to one (1) vote at the annual meeting of the South Dakota Snowmobile Association, Inc.
- C. A voting member of the Board of Directors as defined in ARTICLE V, Board of Directors shall be entitled to one (1) vote at the annual meeting of the South Dakota Snowmobile Association, Inc.
- D. A delegate as defined in this section shall be entitled to only one (1) vote at the annual meeting of the South Dakota Snowmobile Association, Inc.

### Section 3. Duties of the House of Delegates

- A. Transact the general business of the assembly at the annual meeting.
- B. Elect Officers and Board of Directors as provided in Article V of these Bylaws.
- C. Make recommendations to the Board of Directors concerning general business of this Association.

## **ARTICLE X**

### **Committees**

#### Section 1. Standing Committees

- A. The following standing committees shall be composed of at least three (3) active members unless otherwise stated herein. Bylaws, Government Relations, Nominating, Approval of Minutes and Safety Committee.
- B. Members of the Standing Committees shall be appointed for one (1) year subject to reappointment, unless otherwise herein specified.

#### Section 2. Special Committees

- A. Members of the special committees shall be appointed by the President subject to approval by the Board of Directors. They shall serve until their work is completed.

#### Section 3. Committee Controls

- A. All committees shall be responsible to the Board of Directors.
- B. The chairman of each committee shall present an annual report to the members at the annual business meeting. A special report of the activities of any committee shall be made by the Chairman upon the request of the President.
- C. Copies of important letters shall be supplied to the President and Executive Staff.
- D. Special projects committees shall be assigned by the President subject to the approval of the Board of Directors.

#### Section 4. Bylaws Committee

- A. This committee shall consider proposed amendments to the Articles of the Bylaws of the South Dakota Snowmobile Association, Inc. and shall draft them in proper form for submission to the Board of Directors at the annual meeting. The proposed amendment must be approved by the Executive Board of Directors.



#### Section 5. Government Relations Committee

- A. This committee shall consist of the President, Immediate Past-President and President-Elect and such other designees.
- B. It shall study, with the help of this Association's members, all problems relating to legislation and legal problems or situations that may lead to adverse legislation or legal action involving snowmobiling amount the individual members of the state.

#### Section 6. Nominating Committee

- A. This committee shall consist of the Charter Club Presidents of this Association.
- B. The Executive Office shall send to the President of each local club forms on which the local club President shall submit the name of one or more recommended nominees (SDSA member only) for the office of President-Elect and seven (7) directors. The forms with the names of the candidates shall be signed by the President of the local club and returned to the Executive Office. Written consent of the nominee must be presented with the nomination.
- C. The Executive Office will consider the ballots submitted regarding membership and consent forms and prepare the official ballot for publication prior to the annual meeting.

#### Section 7. Safety Committee

- A. This committee shall consider all aspects of Safety of Snowmobiling and indicate methods of improving safety within the State of South Dakota. Recommendations should be submitted to the Executive Board of Directors for approval before action is taken. The Executive Board of Directors shall then direct methods to enact safety within the State.

#### Section 8. Approval of Minutes Committee

- A. The Approval of Minutes Committee shall be composed of the Executive Board of Directors and shall review the minutes of the annual meeting, recommend changes if corrections are necessary and submit a report to the President to be given at the annual meeting.

**ARTICLE XI**

**Dues**

Section 1. Amount and How Determined

- A. The Annual Dues for active membership in this Association shall be as set by the House of Delegates.
- B. The one-time dues for Legacy membership in this Association shall be \$500.00. Of this \$500.00, \$200.00 will be deposited into an escrow fund from which an amount equal to the annual dues for active membership will be paid out for 10 years for the annual SDSA dues. The remaining \$300 will be available for the Board of Directors to use at its discretion to promote the objectives of SDSA and to enhance SDSA membership.

**ARTICLE XII**

**Fiscal Year**

Section 1. Defined

- A. The fiscal year of this Association shall be from July 1 of each year.

**ARTICLE XIII**

**Official Publication**

Section 1. Defined

- A. The official publication shall be known as the South Dakota Sno-Plainsman and shall be published not less than six (6) times a year.

**ARTICLE XIV**

**Annual Meeting**

Section 1. Defined

- A. This association shall hold an annual meeting each year in the fall. The official call for the annual meeting shall be published in the official publication.

**ARTICLE XV**

**Elections, Nominating and Voting**

Section 1. Nominations

- A. Only active and legacy members with current paid dues whose consent has been obtained are eligible for nomination.

## Section 2. Ballot

- A. A plurality vote of the House of Delegates shall elect.
- B. The Nominating Committee shall present the ballot prepared according to the duties of the Nominating Committee. Nominations may be made from the floor. Election shall be by ballot.

## Section 3. Voting

- A. A registrar and tellers shall be appointed by the President and shall certify membership before issuing ballot.
- B. Tellers and registrars shall be responsible for election procedures including tallying votes, counting ballots and making official report to members.
- C. Matters submitted for vote to the voting body shall be determined by the majority unless otherwise specified.
- D. Election shall be carried out by the Delegates voting either in person or by mailed ballot provided. Each club shall be entitled to one (1) vote for each Delegate represented in Article IX, Section 1, House of Delegates.

## Section 4. Quorum

- A. Ten (10) Delegate members of the South Dakota Snowmobile Association, Inc. and five (5) voting members of the Executive Board of Directors shall constitute a quorum at the annual meeting.
- B. Five (5) Delegate members of the South Dakota Snowmobile Association, Inc. and five (5) voting members of the Executive Board of Directors shall constitute a quorum at any special meeting.

## Section 5. Mailed Ballot

- A. If the voting is by mail, ballots shall be mailed to the House of Delegates members qualified to vote, three weeks prior to the annual meeting, said ballots to be marked and returned not later than one week prior to the annual meeting.
- B. The election of officers and directors may be held by mailed ballot when so determined by the Executive Board of Directors.
- C. The method of conducting mailed ballot shall be determined by the Executive Board of Directors.
- D. Names may be written in on a mailed ballot if a written consent of the nominee has been obtained.

**ARTICLE XVI**

**Amendments**

Section 1. Amendments

- A. The Bylaws of the South Dakota Snowmobile Association, Inc. may be amended by a majority vote of the delegate membership at the annual meeting.
- B. These Bylaws may be amended at any annual meeting by the majority vote without previous notice.

**ARTICLE XVII**

**Parliamentary Authority**

Section 1. Authority

- A. Robert's Rules of Order Revised shall be the authority for this Association unless otherwise specified in the Articles of the Bylaws.

**ARTICLE XVIII**

**Standing Rules**

Section 1. Order of Business

- A. Order of business for the annual and special meetings will be as follows:
  - (1) Call to Order
  - (2) Establish a Quorum
  - (3) Report of Officers
  - (4) Report of Standing Committees
  - (5) Report of Special Committees
  - (6) Unfinished Business
  - (7) New Business
  - (8) Announcements
  - (9) Adjournment