



HOCKING VALLEY MOTORCYCLE CLUB

CONSTITUTION AND BYLAWS

Revised 01/21/2025

Current Officers

President: Justin Schwartz

Vice President: Larry Wright

Treasurer: Scott Grimshaw

Secretary: Jeremy Felhofer

ARTICLE I. NAME.

The name of this organization shall be the Hocking Valley Motorcycle Club.

ARTICLE II. PURPOSE.

The Hocking Valley Motorcycle Club is organized exclusively for charitable and educational purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding provision of any future Internal Revenue Law.

The purposes of this corporation are as follows:

- To promote all phases of the sport of motorcycling.
- To schedule, sponsor and conduct all types of motorcycling events
- To affiliate with the American Motorcyclist Association and any other regional or State Associations.
- To enter into contracts, hold title to property for the purpose of carrying on the activities of the club, and do anything that is in the opinion of the members that would further the purpose of this corporation not for profit.
- To hold fund raising events, or other activities, either alone or in conjunction with other groups of organizations.
- To exercise all authority and do all things mentioned in Section 1702.12 of the Ohio Revised Code and engage in all other activities not prohibited by law of Ohio or of the United States for corporations not for profit.

ARTICLE III. OBJECTIVES.

- Section 1. The Hocking Valley Motorcycle Club (Hereinafter known as "HVMC") supports the development and enjoyment of off-highway motorcycle and all-terrain vehicle athletic competition and recreation on a local, national and international basis. Members are encouraged to actively participate in such competition or its promotion.
- Section 2. The HVMC seeks to unite all enthusiasts in protecting interests they share with the club. These interests include, but are not limited to, monitoring and protecting recreational privileges on public and private property and monitoring proposed laws or regulations affecting off-highway vehicle recreation.
- Section 3. The HVMC supports the concepts of the "RIGHT RIDER™" program as it pertains to:
- A. Trail Etiquette
 - B. Wetlands Protection
 - C. Wildlife Protection
 - D. Noise Abatement
- Section 4. The HVMC supports the concepts of the "TREAD LIGHTLY™" program as it applies to:
- A. Protection of the environment
 - B. Obeying regulations and road and area closures
 - C. Respecting the rights of property owners
 - D. Noise Abatement
- Section 5. The HVMC encourages its members to continue to educate themselves regarding lawful requirements in the operation of their off-highway motorcycle or all-terrain vehicle.

ARTICLE IV. MEMBERSHIP.

- Section 1. Membership Classes.
- A. There shall be *four* (4) classes of membership: FULL members, LIFETIME members, PROBATIONARY members and ASSOCIATE members. Membership in this organization shall be determined on a nondiscriminatory basis without regard to race, color, religion or national origin.
 - B. FULL membership shall be open to any motorcyclist or motorcycle enthusiast who agrees to be bound by the constitution and Bylaws, maintain their club dues and assist with club activities. A Member must attend one-half of all club activities in a year to maintain FULL membership status for the following year. A FULL member, their spouse, boyfriend, girlfriend or children under eighteen (18) may enter club pay events without paying a spectator's fee, but if the member, spouse, girlfriend, boyfriend or children participates in an event, the

participant shall pay the usual rider's fee. FULL membership shall be limited to *fifty* (50) individuals except in the scenario an ASSOCIATE member in good standing decides to return to FULL membership. With a simple majority vote to accept reinstatement as a FULL member, roster limit will flex to accommodate the reinstated FULL member. Should any member leave, the limit would again be a *fifty* (50) member roster. PROBATIONARY members will be counted as part of FULL member *fifty* (50).

- C. ASSOCIATE membership shall be open to any FULL member in good standing wishing to step back from FULL membership commitments. The HVMC values its members and recognizes there may be times one cannot consistently meet their obligations. Any FULL member wishing to move to ASSOCIATE status must notify an officer of their intent in writing via mail or email. The update to membership status will take effect at the end of the enrollment period, February 1st. . ASSOCIATE members may attend regular club meetings and make statements during discussions but shall not have voting privileges on club decisions. ASSOCIATE members may access club property only when accompanied by a FULL member or by arrangements agreed upon through a vote of quorum of FULL members. ASSOCIATE members are welcome to attend club activities unless the activity has been restricted to FULL members through a vote of quorum of FULL members. If an ASSOCIATE member intends to return to FULL membership, they must inform an Officer. The Board will present the request at the following meeting for a simple majority vote. FULL membership dues will be due *thirty* (30) days following voting results. An ASSOCIATE member participating in an event is expected to pay the usual event fee.
- D. LIFETIME membership shall be open to any FULL member in good standing greater than 66 years old at end of enrollment period, January 31st, and has accumulated more than 34 years of total FULL membership. LIFETIME members will retain FULL membership benefits without the participation requirements. A LIFETIME member, their spouse, boyfriend, girlfriend or children under eighteen (18) may enter club pay events without paying a spectator's fee, but if the member, spouse, girlfriend, boyfriend or children participates in an event, the participant shall pay the usual rider's fee.
- E. PROBATIONARY membership will consist of applicants wishing to become a FULL member and has been accepted by a simple majority vote as outlined in ARTICLE IV. Section 2. PROBATIONARY members are expected to meet or exceed FULL member commitments as outlined in ARTICLE IV. SECTION 1. PROBATIONARY members may make statements during discussions but shall not have voting privileges on club decisions. PROBATIONARY members may access club property only when accompanied by a FULL member or by arrangements agreed upon through a vote of quorum of FULL members. A

PROBATIONARY member participating in an event is expected to pay the usual event fee.

Section 2. Membership Procedure.

- A. Application for FULL membership shall be at the request of the applicant. Membership applications shall be accepted during the new business portion of a regular club meeting.
- B. Applications for FULL and ASSOCIATE membership shall be voted upon at the time of application by a simple majority of the members present. If an application for FULL membership is approved, this approval is for a probation period of twelve (12) months. At the end of the probation period, FULL members shall vote, by a simple majority, during the new business portion of a regular club meeting, whether to accept the PROBATIONARY member to continue in FULL member status. PROBATIONARY members shall be informed of the results of the vote by first class mail. No refund of the initiation fee will be made for any reason, although refunds of any unused dues will be made.
- C. FULL members approved to continue as members at the end of their probationary period shall be added to the club roster at the next January first.

Section 3. Resignation and Deletion of Membership.

- A. Resignations shall be submitted in writing to the secretary, who shall notify the membership during the next regular club meeting. Resignations are effective immediately upon notice to the secretary.
- B. No refunds of unused dues will be made.
- C. If a PROBATIONARY member is denied FULL membership, any unused dues will be refunded, but no refunds of initiation fees shall be made.

ARTICLE V. OFFICERS.

Section 1. The elected officers of the HVMC shall be president, vice-president, secretary, treasurer and referee. The President shall appoint a Legislative Officer to meet AMA requirements

Section 2. The officers shall constitute the board of directors.

ARTICLE VI. DUTIES OF THE PRESIDENT.

Section 1. To preside at all meetings of the HVMC and at all meetings of the board of directors.

- Section 2. To have general supervision of the affairs of the HVMC.
- Section 3. To appoint any members of committees ordered by the board of directors and to act as ex-officio member of all committees.
- Section 4. To personally represent the HVMC on proper occasions and business contacts.
- Section 5. To assist all other officers of the HVMC in their records, correspondence and other duties.
- Section 6. To promote interest on the part of each member in HVMC life and activities.
- Section 7. To vote only when necessary to break a tie.
- Section 8. To possess the general powers and duties of management and supervision usually vested in the office of president of a corporation.

ARTICLE VII. DUTIES OF THE VICE PRESIDENT.

- Section 1. To perform the duties of the president in his or her absence.
- Section 2. To act under the direction of the president.
- Section 3. To oversee and act as ex-officio member of all committees.

ARTICLE VIII. DUTIES OF THE SECRETARY.

- Section 1. To keep records of the meetings of the HVMC.
- Section 2. To send out notices of regular or special meetings.
- Section 3. To handle HVMC correspondence.
- Section 4. To maintain a permanent record of events, enduro routes, maps, and route cards, referee reports and an inventory of club property.
- Section 5. To perform other duties as generally fall to that office.

ARTICLE IX. DUTIES OF THE TREASURER.

- Section 1. To collect dues from all members.
- Section 2. To collect all other moneys due to the HVMC.

Section 3. To maintain HVMC financial records and deliver reports on a timely basis.

Section 4. To act as the club Insurance Officer for AMA business.

ARTICLE X. DUTIES OF THE REFEREE.

Section 1. To have general supervision over all sanctioned events promoted by the HVMC.

Section 2. To assume the duties of the president or vice president at sanctioned events when either are absent.

Section 3. Other referee duties are fully outlined in the competition rule books issued by the American Motorcyclist Association.

ARTICLE XI. DUTIES OF THE BOARD OF DIRECTORS.

Section 1. To perform the essential HVMC activities that must be acted upon between meetings of the membership.

Section 2. To formulate and recommend programs and activities to the members of the HVMC for their consideration and approval.

Section 3. To identify and help formulate other committees necessary to further the purposes and functions of the HVMC. Committees deemed necessary shall be appointed by the president and shall serve in accordance with the charge to that committee. Appointments shall terminate with the completion of the charge to the committee. If the vice president finishes the term of the president, the assignments previously made shall remain the same and shall continue until completion.

Section 4. To oversee all matters of policy.

Section 5. To oversee all matters of a controversial nature relating to the operation of the HVMC.

Section 6. To carry on such other business as may be delegated to it by the HVMC membership.

ARTICLE XII. TERMS OF OFFICE.

Section 1. All terms of office shall be for one (1) year. Terms of office shall be from December 1 and extend until the next December 1.

Section 2. No officer shall serve more than two (2) consecutive terms in any single office, unless no nomination is accepted by any other member of the club for the position.

ARTICLE XIII. ELECTIONS.

- Section 1. Nominations shall be verbally from the floor at the first and second regular meeting in October. All nominees shall be members in good standing of the American Motorcyclist Association (AMA) or shall obtain an AMA membership immediately upon election.
- Section 2. Following the nominations in October, the secretary shall notify all members by mail with an election ballot and the time and place of election.
- Section 3. Elections shall be held the first regular meeting of November by secret balloting and the results presented to the members before adjournment of the meeting.
- Section 4. If a member is unable to attend the first regular meeting of November, he may mark his ballot, sign the ballot and return it by mail or through another member to the secretary. Failure to sign the ballot shall be reason to invalidate the member's vote.
- Section 5. The newly elected officers shall assume office and take possession of all materials of office on December 1.
- Section 6. Should a quorum not be present at the first regular meeting of November, the time for the election shall be moved ahead until such time a regular meeting has a quorum present. In that case, all officers shall remain in place until the election has been held, and, if the election has taken place after December 1, the newly elected officers shall take office immediately.

ARTICLE XIV. MEETINGS.

- Section 1. Regular meetings of the HVMC shall be held on the first and third Thursdays of each month at 7:00 p.m. unless other arrangements are announced. The president of the board of directors may call a special meeting at any time by notifying the general membership at least four days in advance. Notification may be made by mail, telephone or other electronic medium or a notice in a local daily newspaper of general circulation.
- Section 2. The presence of *ten* (10) members of the HVMC shall be present at any general or special meeting to constitute a quorum for the transaction of business.
- Section 3. Those duly elected officers present at any regular HVMC meeting shall constitute a quorum.
- Section 4. The board of directors shall meet in sufficient time prior to regular meetings to formulate the agenda and have it printed for the meetings, and on other occasions as called by the president.

- Section 5. A majority of the board of directors must be present to constitute a quorum for the transaction of business.
- Section 6. All regular HVMC business requires a simple majority vote for the transaction to be approved. Any business that could create a conflict of interest for a member or that could be considered controversial will be voted on by secret ballot.
- Section 7. Reinstatement of any member dropped from membership because of unbecoming conduct shall require the affirmative vote of all members present, so long as a quorum is present. A secret ballot must be used.

ARTICLE XV. AMENDMENTS.

- Section 1. The constitution and bylaws may be amended as is deemed necessary for the better interest of the HVMC.
- Section 2. The constitution may be amended by a three fourths majority vote of the quorum present at a regular meeting.
- Section 3. The bylaws may be amended by a simple majority present at a regular meeting.
- Section 4. The proposed amendment must be submitted at the last regularly scheduled membership meeting prior to the date of the meeting at which the membership shall vote on the proposed amendment.

ARTICLE XVI. DISSOLUTION.

- Section 1. An agreement had been made with the Central Ohio Hemophilia Chapter, or its successor in interest to act as receiver and to leave all assets (money, mineral rights and property) to that organization in the event of dissolution. The Central Ohio Hemophilia Chapter has been granted a nonprofit, charitable status by the State of Ohio and the federal Department of the Treasury, Internal Revenue Service. If the Central Ohio Hemophilia Chapter is no longer in existence, or no longer a qualified distribute, or is unwilling or unable to accept the distribution, then the assets of this organization shall be distributed to a fund, foundation or organization which is organized and operated exclusively for the purposes specified in section 501 (c) (3) of the Internal Revenue Code.
- Section 3. Appropriate sections of the Ohio Revised Code apply to dissolution, whether forced or voluntary. Dissolution shall be handled by a local attorney, who shall be appointed at that time.

Section 4. Following payment of all liabilities, the balance of any assets remaining shall be and remain the property of the receiver, who shall have the right to dispose of them as the see fit.

ARTICLE XVII. BYLAWS.

- Number 1. Robert's Rules of Order shall govern the parliamentary proceedings at meetings of this club but need not be strictly adhered to. Action on motions may be by consensus at the option of the chair. The order of business at meetings shall be:
- (1) Roll call.
 - (2) Reading the minutes of the previous meeting.
 - (3) Reports of officers and committees.
 - (4) Unfinished business.
 - (5) New business.
 - (6) Announcements.
 - (7) Meeting adjournment.
- Number 2. Annual dues for FULL Members shall be *two* hundred dollars (\$200) per year. Members applying for FULL membership shall pay an initiation fee of *one* hundred dollars (\$100), within 30 days of being voted into the HVMC as a PROBATIONARY member, in addition to any annual dues payable. No LIFETIME membership dues. ASSOCIATE membership dues are *fifty* dollars (\$50) annually.
- Number 3. Membership renewal begins December 1st and continues through January 31st. Membership renewal closes at midnight January 31st. At that time, the member is in violation of club policy and has *fifteen* (15) days to reconcile. If the member does not reconcile by midnight on February 15th, their membership is terminated and they must reapply as a new member.
- Number 4. A member may be expelled or conduct unbecoming a member of the HVMC. The charge must be brought in writing by any member in good standing and filed with any officer for presentation before the board of directors. The board of directors shall take evidence and report its findings to the membership within *sixty* (60) days with the recommendation, upon a majority vote of the board of directors, that the charge be considered proven and the member expelled, or the charge be considered not proven and the member remain a member of the HVMC. A vote of simple majority of all votes cast, providing a quorum is present, will then decide upon whether the recommendation of the board of directors be adopted and the member expelled. Reinstatement of any member expelled for conduct unbecoming a member requires a one hundred percent (100%) affirmative vote of all members present at a regular meeting at which a quorum is present, payment of all back dues and a fine of twenty five dollars (\$25).
- Number 5. All bills must be approved by the board of directors before they are paid. All checks shall be signed by the treasurer and another officer. In the absence of the treasurer, all checks must be signed by two officers and a record of the transaction be kept by the secretary for presentation to the treasurer at the earliest possible occasion.
- Number 6. Only active FULL members shall be eligible to hold office.

- Number 7. The board of directors, when time is a pressing factor, may conduct their business by telephone. Any votes taken shall be confirmed in writing as a permanent record.
- Number 8. Notwithstanding the requirements of Bylaw Number 5: The President, Vice-President, Secretary or Treasurer may individually approve a one-time expenditure up to *two* hundred dollars (\$200) of club funds for time-sensitive or emergency, and essential club purpose(s). The approval must be in advance of the expenditure and the officer giving such approval shall inform the President and Treasurer of the reason, amount, and other particulars of the expenditure no later than the next regular meeting. The particulars of such expenditure shall be reported to the members attending that regular meeting.
- Number 9. The board of directors may designate a club member (or non-member volunteer) to be the Supply Coordinator for the HVMC. When designated, the Supply Coordinator is responsible for ensuring that cleaning, sanitary, administrative, and other general supplies for the club are purchased and made available for use by club members and authorized guests. By March 31st yearly, the Supply Coordinator shall prepare a list of supplies expected to be needed for the remainder of that year, along with their estimated cost, and provide it to the board of directors. The estimated cost shall be presented to the members for vote of approval of expenditure of club funds.
- Number 10. An MEMBERSHIP REVIEW COMMITTEE shall be formed with the intent of interviewing, researching and ultimately providing a FULL membership recommendation on an applicant's fit to becoming a FULL member. This committee provides an opportunity to get to know applicants better and to ensure understanding of the commitments, conduct and character expected as a FULL member. This member will consist of the Board of Directors and *two* (2) members at-large (appointed by the President).
- Number 11. APPLICANT POOL will consist of individuals interested in becoming FULL members. Applicants must submit a new application each year during the enrollment period. The APPLICANT POOL will be reviewed and a recommendation from the APPLICATION REVIEW COMMITTEE will be considered and voted on when a spot becomes available. FULL membership will determine if a spot is necessary to fill; the HVMC is under no obligation to fill any or all open roster positions. APPLICANT POOL encouraged to participate in club work events or hosted events to introduce and interact with the FULL membership at large. Applicants may attend meetings if specifically invited by an Officer.