

**By-Laws of Minnesota Land Rovers**  
**Established by unanimous vote at a regular membership meeting**  
**on Thursday, May 17, 2007**  
**Last amended March 20, 2009**

**Article I.**

**Name**

1. This organization shall be known as the Minnesota Land Rovers (hereafter referred to by this name or the abbreviation MNLR or as the “club”).

**Article II.**

**Objectives**

19920. The MNLR is organized as a non-profit organization for the Purpose of:
- A. Recreational activities for its members and their families.
  - B. Supporting civic activities for the betterment of the community.
  - C. Encouraging and supporting the recreational hobby of off-road driving in a responsible manner on designated lands.
  - D. Supporting the efforts of and being a member club in good standing of the Minnesota 4 Wheel Drive Association (MN4DA).

**Article III.**

**Membership**

1. Fans and aficionados of Land Rover vehicles are eligible to join the MNLR.
2. A member in good standing must sponsor applications for membership. This applies to Social or Full membership as defined below.
3. A “Social Membership” is available for an adjusted dues amount as outlined in Article IV below. These members will be included in the group email loop and will be welcomed at club events or meetings but will not be eligible to vote on items put before the members or on election of Club Officers, nor will they be eligible to run for elected positions in the club. Additionally, Social Members will not be eligible to compete for trophies or prizes at Official Club Events as defined in Article XII below.
4. Non-voting members as described in Article III, Item 3 above shall be referred to hereafter as “Social Members” whereas full-paying members with voting rights shall be referred to as “Full Members.”
5. There are no current limits on the number of members. Each membership includes the immediate family of the dues-paying member.
6. Applicants for membership must be at least 18 (eighteen) years of age.
7. Members shall immediately notify the Secretary upon a change of address, mailing address, or telephone.
8. The immediate family (or significant other) of a member who becomes separated from the member’s household (i.e. a divorce, or a child who becomes 18 years of age and moves out of the parents’ home) will retain their membership rights until the next year. At that time they must become their own dues-paying member.

## **Article IV.**

### **Dues**

- . The members of the club will pay full club dues for each calendar year. These dues are due November 1<sup>st</sup>. The dues for membership will remain constant unless a member of the Board of Directors proposes an amendment to the amount and the change is approved by a majority of the full membership (of eligible voting members) at least one month prior to the date dues are due. (This change must be approved by a true majority, not merely passed by a voting quorum on the date proposed, and may be approved via email vote per Article V, Item 4.) The dues amount for “Social Members” shall be set at \$20.
- . Any member whose dues are in arrears shall be suspended from the rolls of this organization pending full payment of back dues.
- . The Board of Directors may make exceptions to the payment of dues and to membership retention.

## **Article V.**

### **Meetings and Votes**

- . Meetings of the membership of the MNLR (“club meetings”) shall be held the third Thursday of each month except December. The meeting location may be designated by the Board of Directors. A permanent change in meeting day or location must be approved by a voting quorum.
- . Meetings shall be called to order and conducted by the President (or in his/her absence the Vice President). The meeting shall follow an agenda created by the President which includes, at minimum, the following items:
  - Review and approval of the previous meeting’s minutes
  - Treasurer’s Report
  - Land Use
  - Upcoming Events
  - Open Floor
- . An action item may be put to a vote if proposed and seconded at a club meeting at which a voting quorum is present.
- . Votes at club meetings will be limited to adults 18 or over who are Full Members in good standing and their immediate adult family members who are present. A Full Member may designate a representative to vote on his/her behalf in his/her absence.
- . A voting quorum at meetings is defined by representation from 20% of Full Member families in good standing. (For instance, if there are 30 Full Members, there must be one adult representative from at least 6 different member families to constitute a quorum.)
- . All matters put to a vote will be approved by a voting quorum at the club meeting at which the vote is proposed with the exceptions of a change in dues, the election of officers or a recall of an officer. A proposed and seconded change in dues must be approved by a majority of the full membership (one vote allowed per full member family) at least a month before the date dues are due. Election of officers may be offered by absentee ballot within 2 weeks of the date of the club meeting at which the general election is held (one vote allowed per full member family), provided no adult representative from that family was present at the voting meeting. Absentee ballots should be directed to the Secretary and the Vice President’s official email addresses (the ones they use in the club email loop). See Article XI for provisions on recall of an officer.

## **Article VI.**

### **Administration of Officers**

1. The officers of MNLR shall consist of the current elected officials.
2. The Executive Committee shall consist of the current President, the Vice President, the Secretary and the Treasurer. The Board of Directors shall consist of the current officers.
3. No additional Board position shall be added to the club except by the vote of the majority of a voting quorum at a club meeting.
4. In the event of an emergency, the Board may designate a person of their choosing to temporarily fill a vacancy.

## **Article VII.**

### **Duties and Powers of Officers**

1. The President shall preside over all club meetings and shall be present at all events when possible. He/She shall be the executive officer and shall have the duty to carry out the policies and decisions of the Board of Directors. He/She shall be without right to vote in floor votes at regular club meetings except in the event of a tie. It shall be the President's duty to draw up an agenda for all club meetings.
2. The Vice President shall, in the absence of the President, serve in that capacity.
3. The Secretary shall keep and preserve all the records and the minutes of the meetings and tabulate the votes from the general election of officers. He/she shall also keep track of the nominees for office and create the paper and absentee ballots used in the general election. The Secretary shall also keep a current and accurate set of bylaws and present them upon request to any member.
4. The Treasurer shall keep accurate and complete financial records as well as a complete and current membership roster. He/she will make all disbursements and collect all dues including tracking and paying the annual club membership dues to the MN4WDA in a timely fashion. By request passed by a voting quorum at a club meeting, 2 (two) members of the Board of Directors and the Treasurer will audit all financial records from the previous and current year within 2 months of the passing of such a request.
5. The Land Use Officer shall make every effort to attend Land Use meetings of the MN4WDA (or to find a replacement to attend in the event he/she is not able on a given date) and to keep him/herself informed of the current information and political developments regarding land use in Minnesota.
6. The Director of Membership/Propaganda shall be in charge of Public Relations and attracting new membership to and interest in the club. He/she shall act as a liaison of the club to the general public and make efforts to get our activities noticed in a positive light.
7. The Events Coordinator shall field and solicit ideas from within the membership for activities and events that fulfill our charter as set forth in Article II. He/she shall also ensure that the Secretary has a current and complete calendar of events for inclusion in the minutes, including events proposed by the MNLR, the MN4WDA and by other clubs or entities that may be of interest in the state or beyond. The Events Coordinator shall also oversee and coordinate the awarding of prizes and trophies and the inscription of names on same. (At the time of this charter these include door prizes given at the Annual Picnic, the traveling Broken Axle Award and the traveling trophy for the Ice Event.)

## **Article VIII.**

### **Expenditures and Finance**

All monies received from all the sources shall immediately be turned over to the Treasurer to be deposited in the checking account of the MNLR.

Single expenditures in excess of \$75 (seventy-five dollars) must have an approval of the majority of a voting quorum of the membership, with the exceptions of annual, recurring expenses such as payment of dues to the MN4WDA or in an instance in which members have specifically committed to reimbursing that cost jointly or individually (example: if 10 members agree to pay \$10 each to buy flowers for a member in the hospital). All expenditures shall be made by check and the item for which each check is drawn shall be designated on the face or the reverse side thereof, separately stating the amount of each.

## **Article IX. Committees**

Committees shall be on a volunteer basis and approved by a majority vote of attending members.

## **Article X. Election of Officers**

1. Term Limits: There shall be no term limits set for elected officers of the MNLR except for the positions of President and Vice President. A President or Vice President may not hold office for longer than two (2) years consecutively, with a minimum of one (1) year off between terms.
2. The membership shall meet and elect officers for each fiscal year at the regular November meeting. The newly elected officers shall take office on the date of the January meeting.
3. Nominees must be nominated and seconded at the October meeting. If the nominee accepts the nomination at the meeting he/she will be placed on the ballot for that office. If the nominee is not present at that meeting he/she must inform the Secretary of his/her acceptance of the nomination at least 1 (one) week prior to the general election to be included on the ballot.
4. The candidates for offices must be Full Members in good standing for at least six (6) months prior to the general election. At all elections nominations for each and every office of this organization may be made from the floor. The ballot will also contain a write-in section for each office and if an eligible member is elected by write-in campaign he/she will be offered the office. If he/she declines the office will be granted to the nominated member with the highest number of votes.
5. At the November meeting, a roll call will be taken to determine which families have an eligible voting member present. This roll call shall be entered into the minutes. Paper ballots will be distributed for vote by secret ballot. Ballots will be submitted to the Secretary. The number of ballots will be checked against the number of eligible voting families counted in the roll call to ensure there is no more than one vote per family. The Secretary will do a preliminary tally of the vote which will be double-checked by the Vice President. (If either of those officers is not present at the voting meeting the President shall assign other officers to fulfill their duties at that meeting.)
6. Absentee ballots will be collected by the Secretary and Vice President via email for up to two weeks from the date of the general election from Full Member families who did not have a representative present at the voting meeting.
7. The eligible member who receives the most votes for an elected position shall be the winner (with the possible exception of a write-in candidate declining the office).
8. Once all votes are tallied by the Secretary and confirmed by the Vice President, the Secretary will announce the winners of the election via email to the club email loop.
9. In the event of a vacancy in the Board of Directors, an election shall be called to elect a successor.

## **Article XI.**

### **Recall / Expulsion**

Any officer of the MNLR may be recalled by a 2/3 (two-thirds) majority vote of the Full Members. A vote for recall must be proposed at a club meeting, seconded and passed by a voting quorum. If a vote for recall is passed at a club meeting, the Full Membership will have one month to approve the recall via email to the President (in the event the President is the subject of the recall the votes to approve the recall shall be directed to the Secretary). If, by the time of the next meeting (or 31 days from the vote for recall, whichever comes first), 2/3 (two-thirds) of the Full Membership has voted to approve the recall, the recall shall take effect immediately.

Any member may be expelled for violation of any of the rules of conduct in Article XII. Expulsion of a member must be proposed at a club meeting from the floor and the Proposal for Expulsion must be passed by the majority of a voting quorum. If the Proposal for Expulsion passes the matter will then be considered privately by the Board, which must approve the expulsion by 2/3 vote for the expulsion to take effect. If the member in question is a Board member the matter will be considered by the other members of the Board in the absence of the member in question.

A lesser measure of censure with a possible suspension may be proposed and passed in the same manner as described in Item 2 above.

## **Article XII.**

### **Events and Conduct**

1. At driving events, we will do our best to follow a “no truck left behind” policy to get trucks off the trail and home whenever possible.
2. An “Official Club Event” shall be defined as any event that is proposed by a member at a meeting or via the Club email loop and to which all members are openly invited.
3. An Informal Event shall be defined as an event proposed and presided over by a member. A Formal Event shall be defined as an annual event that is a tradition of the club and is subject to certain special regulations. Currently the list of Formal Events includes the Annual Picnic, the Last Trail Ride of the Season, the Ice Event and the Holiday Party. Description and special regulations follow.
  - a. The Annual Picnic takes place the 2<sup>nd</sup> weekend in August of every year. It is based at a campsite near an off-road area with the location agreed upon by vote at regular club meetings. There will be a potluck banquet on Saturday night at the campsite. Guests are welcome to attend the Picnic but no one (member or guest) may wheel a non-Rover vehicle with a Club group. A traveling trophy known as the “Broken Axle Award” shall be given to the member who has done the most severe, spectacular or entertaining damage to his/her Rover. The Broken Axle Award shall be awarded by an elder statesman of the club in attendance.
  - b. The Last Trail Ride of the Season shall be planned and lead by a volunteer member or committee. It generally takes place in November. Guests are welcome to attend but no one (member or guest) may wheel a non-Rover vehicle with a Club group.
  - c. The Ice Event generally takes place in February on a frozen lake, weather and ice thickness allowing. It is planned by a volunteer committee who shall design and set up the course and the rules of the competition in whatever manner they deem fit. A traveling trophy is awarded to the winner as determined by the committee running the event. Guests are welcome to attend but only Rovers owned by members are allowed to officially compete. Non-Rover vehicles may run the course, time allowing, at the discretion of the committee running the event.
  - d. The Annual Holiday Party is a dinner party that generally takes place in early December. It is hosted by a volunteer member. Members who wish to attend must sign up and pay a non-refundable pre-determined amount in advance. The host will provide dinner and soft drinks in

a holiday setting. Members must supply their own alcohol if desired. Members may bring no more than one guest to the holiday party. No minors allowed at the Holiday Party.

4. All events must be conducted in an orderly manner and with safety as the prime factor.
5. All members must conduct themselves using common sense on club activities or when displaying club emblems.
6. Use of drugs or alcohol during MNLR-sponsored driving events is prohibited. Members found in violation of this rule may be asked to cease participation for the day by any other member. Failure to comply may result in reportage to the Board and subsequent censure, including possible suspension or ejection from the club.
7. Events sponsored by other clubs or organizations will be subject to all rules and regulations of that other jurisdiction, and the rules of these By-Laws will not supersede such. Board Members present will still retain leadership roles of the club members.
8. When engaged in club activities or events, or when using the club email loop to contact the general membership, common sense and respect should be used at all times. Hurtful or desultory language, cussing, bigotry and misogyny must be avoided. Failure to comply may result in reportage to the Board and subsequent censure, including possible suspension or ejection from the club.
9. Use of the club email loop should be limited to items of common interest such as topics related to off-road driving, tips on driving techniques or repairs, Land Rover related articles, etc. It may be also be used as a sounding board for proposed events, a bulletin board for events of interest, polling of the membership for planned participation or coordinated departures for events, for special requests for assistance, etc., but once again use of family-friendly and respectful language should be used at all times. The email loop should not be used to pass on "Spam" or advertising that is not Rover or off-road related, or for the conveyance of "humorous" material that is not directly related to club interests. Since the tone of emails is so easily misunderstood, especially by third parties who may not be privy to "private jokes" between members, avoidance of name-calling or critical language in emails sent to the club email loop, even if meant in jest, is recommended. Failure to comply may result in censure by the Board, including possible suspension of participation in the email loop, or suspension or ejection from the club.
10. Members are responsible for the conduct of their guests at all events whether off-road events or otherwise.
11. Guests at all Official Club Events must be accompanied by the member who brought them for the duration of the event (or by a member who agrees to make them their guests and be responsible for their conduct).
12. Minors (members or guests under the age of 18) attending an Official Club Event must be accompanied by a parent or guardian who is responsible for their safety and conduct for the duration of the event.

## **Article XIII.**

### **Amendments**

These By-Laws may be amended by a 2/3 (two-thirds) majority vote at a regular membership meeting, a quorum being present and voting. Any amendment to the By-Laws must be presented to the membership at the regular meeting. If the amendment is seconded, it will be included in the minutes for review by the full club membership and be voted on at the next regular membership meeting.