

Jefferson State Cruisers Club Bylaws

Jefferson State Cruisers (JSC)
2208 NW Highland Ave.
Grants Pass, OR 97526

Member of:
Toyota Land Cruiser Association, Inc.

"BYLAWS"

ARTICLE I: Name

The name of this club shall be Jefferson State Cruisers.

ARTICLE II: Purpose

The purposes of this club as organized are:

1. Social.
2. To explore, maintain, preserve and enjoy, with our fellow club members, the off road accessible portions of our state
3. To be readily available, when called upon, to help in emergencies where our 4 wheel drive vehicles and personnel are needed.
4. To share the wealth of knowledge to maintain, modify, and repair our vehicles.
5. To support the Toyota Land Cruiser Association, Inc (TLCA).
6. To support regional 4WD associations.

This club shall operate without profit, shall be nonpartisan and nonsectarian.

ARTICLE III: Membership

Section 1: New Members

The prospective regular member will become eligible for vote upon completion of the requirements.

Persons seeking membership in this club as regular voting members must meet the following requirements:

1. Own a Toyota four wheel drive vehicle. For the purposes of the bylaws Lexus shall count as the Toyota brand name. This requirement may be waived by a unanimous vote of the standing club Board of Directors, or a 2/3's majority vote of 6 or more members at a meeting. The club shall have no more than 25% of club membership be non-Toyota owners.
2. Be a legally licensed driver, at least 18 years of age.
3. Must show proof of adequate 'in-force' vehicle insurance, registration, and meet all other applicable state and federal regulations.
4. Participate in club functions as follows:
 - a. Attend one club sponsored function.
 - b. Attend two club general meetings.
5. Must agree to join the Toyota Land Cruiser Association, Inc (TLCA). This requirement is not applicable for non-Totota owners.
6. Submit a complete application form.

The above requirements must be met within a one year period.

Non-Toyota owners must have a sponsor. A vehicle is considered to be other than a Toyota if it is not legally registered as a Toyota with the DMV. A member must be in good standing to sponsor a new member. A member may only sponsor one new member at any given time.

The prospective member will be temporarily excused from the meeting at which he/she is nominated for membership by their sponsor.

Section 2: Voting Members

Will be nominated by the Board of Directors and by 2/3rds vote of the present club voting membership, any suitable person or business may be elected to Voting Membership in the club. They will pay dues, be able to vote, and shall be entitled to hold any office in the club.

Non-TLCA owners may vote, but may not hold office.

Section 3: Associate Members

By nomination of the Board of Directors and by unanimous vote of the Board of Directors, any suitable person or business may be elected to Associate Membership in the club, shall pay the same dues as regular members, shall not be entitled to vote in BOD elections, bylaw changes, or other issues as determined by the BOD, and shall not be entitled to hold any office of the club. Associate members may become full voting members at any time as

per the standing membership process.

Non-Toyota owners will be considered Associate Members by default.

Section 4: Honorary Members

Will be nominated by the Board of Directors and by Majority vote of the club voting membership, any suitable person or business may be elected to Honorary Membership in the club. They will pay no dues, shall not vote, and shall not be entitled to hold any office in the club. Honorary members may become full voting members at any time as per the standing membership process.

Section 5: Guests

Guests are welcome to attend one "club only" run and one meeting. After attending, they will need to become a member before attending any further events.

Section 6: Dues

The yearly dues of each vehicle member and associate member of the club shall be set by the club, and payable at the Jan regular meeting or such date as designated by the Board of Directors.

Dues must be paid within 30 days of the due date. Members not paying dues by the end of 90 days will be drop from the roster and can only be reinstated by making a written or personal request to the BOD and paying a \$5.00 late fee along with regular dues.

Dues for new members are due the day they are voted into the club and are payable within 30 days of that date.

Once paid, dues are non-refundable and will not be returned for any reason.

Section 7: Sale of Vehicle

Upon sale of a vehicle, the member must remove all Jefferson State Cruisers club decals and emblems. Should a member sell their only Toyota 4wd, their membership status shall be changed to associate. Any member leaving this club under unfavorable conditions shall return all evidence of club membership.

Section 8: Member Non-Participation

A member may be dropped from the rolls of this club due to non-participation by a unanimous vote of the entire Board of Directors. Reinstatement can be made by a two-thirds vote of the General Membership or by completing membership requirements as any other member. Non-participation shall be defined as not attending at least one (1) club function over a one year period.

ARTICLE IV: Meetings

Section 1: Meetings

Meetings of the club shall be held at such time and place as selected by the Board of Directors. Changes to the time and place of the meeting shall not be made unless notice is given to the general members not less than one month before such action is taken. Members will be given a minimum of one months notice prior to any scheduled meetings.

Meetings shall be held no less than 4 times per year, once per fiscal quarter to ensure regularity throughout the year. The Annual meeting shall count towards a meeting. An event may count towards a meeting if approved by unanimous vote of the Board of Directors, and provided said event meets all other requirements of a meeting as required in this section.

Section 2: Annual Meeting

The annual meeting shall be scheduled by the end of the first month each year. Notice of every annual meeting of the club shall be mailed or posted to the forums by the Secretary to every member of the club at least one month before the date of such meeting. The club forums may serve as notification.

At the annual meeting, the order of business shall be:

1. Minutes of the previous meeting.
2. Reports of Officers and Board of Directors.
3. Accomplishments of the past year and progress reports.
4. Announcements of results of the annual election.
5. Vote on proposed bylaws changes.

An event may count towards the annual meeting if approved by unanimous vote of the Board of Directors, and provided said event meets all other requirements of a meeting as required in this section.

Section 3: Special Meetings

A special meeting of the club may be called by unanimous vote of the Board of Directors or whenever one-third of the voting members of the club shall make a written request to the President for the same, specifying the object of the meeting, provided that not less than five days written notice of such special meeting shall be given to the members.

Section 4: Conduct of Meetings

All meetings shall be conducted according to parliamentary laws, and open discussion from the floor on all measures shall be permitted and encouraged.

Section 5: Board Meetings

the Board of directors shall meet at the direction of the club as necessary or when two or more Directors shall call for such meeting.

ARTICLE V: Voting and Quorums

Section 1: Definition of Voting Member

Voting members are defined as having met the requirements of Article III Section 1 and are identified on a membership application as applicant or spouse of applicant.

Section 2: Who May Vote

Only voting members may cast votes for election of officers, changes to bylaws, and formal motions made at general meetings. Non-voting members may vote on non-business and non-essential motions, as determined by a majority vote of the Board of Directors.

Section 3: Quorum at General Meetings

For the purpose of voting at general meetings 50% of total voting members present shall constitute a quorum. For the purpose of voting at general meetings, absentee votes shall be counted as present.

Section 4: Quorum at BOD Meetings

At a meeting of the Board of Directors, a majority of the total members of the Board shall constitute a quorum and a majority vote of the Directors present at any meeting shall prevail.

Section 5: Absentee Vote

A voting member may place an absentee vote by the official club forums or by mail, provided that the vote is placed and received no later than by 6 PM the day prior to the general vote. The vote may be disallowed by unanimous vote of the Board of Directors.

Section 6: Special Vote

The Board of Directors may hold a vote via alternative methods (examples: forums, mail) as long as such methods are documented and publically posted. These votes must be initiated by one of the Board of Directors, and must have been approved by unanimous vote of the Board of Directors. All votes placed by members must meet Sections 1 and 2 of this Article.

ARTICLE VI: Management

The management of the club shall be vested in the President, Secretary, and Treasurer which shall constitute the Board of Directors.

ARTICLE VII: Officers and Elections

Section 1: Term Limits

The President, Secretary, and Treasurer shall be elected by vote of the club members at the annual meeting for a period of one year. Terms to be limited to two (2) consecutive years in each office.

The term limit may be extended by a unanimous vote by all voting members in good standing for the period of one year at a time.

Section 2: Officer Elections

Club officers are elected by voting in person at the annual meeting, by mail vote, or by post on the official board forums. Mail votes must be received no later than 6pm on the day prior to the annual meeting. Conditions and methods for a mail vote or forum vote will be established by the Board of Directors.

Section 3: Temporary Officers

In the event of a vacancy in any office, the Board of Directors shall appoint a member in good standing to fill the unexpired term until the next general election.

ARTICLE VIII: Duties of Officers

Section 1: Board of Directors

the Board of Directors shall have the power to manage all affairs of the club on any and all questions relating in any manner whatsoever to the club, and to make all contracts necessary for the proper transaction of all business. They shall have entire jurisdiction over all matters pertaining to the care, conduct, control, supervision, and management of the club and its finances and all appropriations shall be made by them, provided, however, that the regular membership shall have final control and direction over the affairs of the club and may by motion, veto the decisions and actions of the Board.

Veto of any BOD action shall be by simple majority vote of all eligible voting members. A veto action can be initiated at any general meeting by motion, carried by majority vote of voting members present at such meeting. A notice of pending veto action shall be made to all members within five days of a veto motion. The veto vote will be carried out at the next general meeting and can by same motion be supplemented by a mail or forum vote. It shall be the duty of the said Board of Directors to prescribe and publish rules regulating the use and occupancy of the rooms of the club, and the care and protection of its property.

Any officer or member of the Board of Directors who shall absent him/herself from three consecutive meetings of such Board, unless he/she shall offer at the next meeting an excuse for his/her absence which is satisfactory to the Board of Directors, shall be deemed to have resigned as a member of said Board, and cease to be a member of the Board of Directors.

The Board of Directors shall have the following specific powers:

1. To appoint Delegates to the different Associations of which this club may be a member of for the purpose of conferring with any Association or club with respect to any matter in which this club may be concerned.
2. To make rules for the conduct of the members of the club and for their use of the club property.
3. To suspend or expel a member for any conduct in violation of rules or behavior improper or pre-judicial to the interests of the club.
4. To fix and enforce penalties for the violation of club rules.
5. To prescribe rules for the admission of strangers or guests to the privileges of the club.

6. To call special meetings of the club to consider special subjects.
7. To prescribe additional duties for any officers, in addition to those herein set forth.

Section 2: President

the President shall preside at all meetings of the club and Board of Directors, enforce all laws and regulations of the club. He/she shall perform such other duties as shall be imposed upon him/her by resolution of the Board of Directors. The President shall, with the Secretary, sign all written contracts and written obligations of the club. The President shall have the power to appoint committees whenever it becomes necessary. The President shall appoint a Sergeant-at-Arms at the beginning of each meeting (unless the Board of Directors chooses to and elects a Sergeant-at-Arms).

Section 3: Secretary

The Secretary shall keep minutes and other official reports of the club. The Secretary shall keep records, books, documents and papers relating to the club in such place as shall be designated by the Board of Directors. The Secretary shall perform such other duties as may be assigned by the Board of Directors.

Section 5: Treasurer

The Treasurer shall keep account of all monies received by him/her and deposit same in the name of the club in such bank as designated by the Board of Directors. He/She shall not pay out any money of the club except in such manner and for such purpose as shall be authorized by motion or resolution of the Board of Directors. The Treasurer shall not be responsible for money or funds the club paid out or disbursed upon checks or vouchers therefore which have been properly signed by the Treasurer, President. At each monthly meeting of the membership he/she shall make a statement of the financial condition of the club, and the membership shall, by motion, approve said report, and at the ANNUAL Meeting of the club, he/she shall submit a detailed report of the financial condition of the club, by accountants or a finance committee designated by the Board of directors.

ARTICLE IX: Delegates' and Committees

Section 1: Delegates

The TLCA Delegate and Regional Association Delegate(s) shall attend the regular meetings of these Associations and shall report to the membership of matters discussed or voted on at said meetings. If the Delegate cannot

attend a meeting and is unable to find an alternate he/she shall notify the President who may appoint a temporary delegate. The Delegates shall have authority to vote on behalf of the club and in the best interests of the club at TLCA and Regional Association meetings.

Section 2: Committees

Committees may be created and dissolved by the Board of Directors as needed. Any member in good standing may join a committee. A limit may be placed on the size of the committee by the Board of Directors as needed.

ARTICLE X: Member Suspension

Any member who shall fail to pay the ANNUAL dues within thirty days after the same shall become due and payable, or who shall fail to pay any indebtedness to the club within thirty days after a bill for same has been rendered, shall be suspended from all privileges of the membership.

Any member who shall conduct themselves in an irresponsible manner that, in the opinion of the Board of Directors, is not in the best interests of the club or when such actions brings discredit upon the club, shall be subject to suspension at the discretion of the Board of Directors, upon a unanimous vote by the Board of Directors.

ARTICLE XI: Amendments

Amendments to these by-laws may be made at the ANNUAL Meeting or at a meeting called for the purpose by a two-thirds vote of all members present, provided written notice of the proposed amendments shall be submitted to the Board of Directors and provided further, that notice of the proposed amendments shall be given to all members by the Secretary. An announcement published in the club forums shall be considered sufficient notice of proposed amendments.

The Board of Directors may delegate the responsibility of receiving bylaws proposals to a Bylaws Chairperson appointed by the President. The Bylaws Chairperson shall receive and screen bylaws proposals for proper wording, spelling, punctuation, etc. but shall make no judgment as to the context or validity of a proposal. The Bylaws Chairperson shall compile all proposals and submit same to the voting members no later than two (2) weeks prior to the Annual Meeting.

Voting on bylaws changes may be done as per Article V.

ARTICLE XII: Standing Committees and Representatives

Section 1: Standing Committees

Safety, Search, and Rescue (SSAR)

The Safety, Search, and Rescue committee shall consist of members dedicated to providing a support base for assisting both members and non-members on an as needed basis.

SSAR members must meet the following requirements:

1. Highly available and willingness to be "on-call".
2. Carry a cell phone or pager.
3. Carry or have a vehicle equipped with a CB and/or HAM radio.
4. Carry or have a vehicle equipped with a winch.
5. Carry or have a vehicle equipped with an extensive first aid and survival kit.
6. Own or have access to a vehicle suitable for recovery purposes.
7. Run full safety checks on every vehicle at every event a SSAR member is present at.
8. Meet all other requirements as set forth by the committee Chairperson.

The SSAR committee's Chairperson shall be appointed by the President. The appointed Chairperson shall appoint the rest of his/her committee no later than the first meeting following his/her appointment.

Everyone present at any club event with a SSAR member present shall comply with the safety checks given by the SSAR member. SSAR members may exclude any vehicles that do not meet their standards.

Section 2: Standing Representatives'

Representatives shall be appointed by the President. A member may hold multiple representative positions.

Forest Service Representative (Jackson County, OR)

Forest Service Representative (Josephine County, OR)
Forest Service Representative (Douglas County, OR)
Forest Service Representative (Klamath County, OR)
Forest Service Representative (Del Norte, CA)
Forest Service Representative (Siskiyou, CA)
Forest Service Representative (Shasta, CA)
Forest Service Representative (Trinity, CA)
Forest Service Representative (Humboldt, CA)
TLCA Representative
Events Coordinator