

Jeep Exclusive By-laws

Article 1. Name

- A. The name of this corporation shall be Jeep Exclusive, Inc. The principal office of Jeep Exclusive, Inc. shall be in Amarillo, Texas, at the office of the Registered Agent.

Article 2. Purpose

- A. Jeep Exclusive, Inc. is hereby organized as a non-profit (501c7) corporation to:
 - 1. Provide social, educational, and recreational family activities for the membership.
 - 2. Promote the sport and pastime of four wheeling and Jeeping through various events.
 - 3. Assist the community with transportation needs during emergencies if requested.

Article 3. Membership Requirements

*All club members in good standing at the time of ratification of this revision (12/4/2023) will be considered grandfathered. The new membership application process will apply to those applications received after the ratification date.

A. General Requirements:

- 1. Applicants for membership must be at least 18 years old.
- 2. Applicants for membership shall hold a valid driver's license.
- 3. Applicants shall show Personal Injury and Property Damage insurance coverage for their Jeep that meets or exceeds the minimum requirements of the State of Texas.
- 4. Any person who owns a Jeep is eligible to apply for membership in Jeep Exclusive, Inc.
- 5. Membership dues shall vary depending upon the number of individuals linked to the membership that wish to cast a ballot.
 - a. For an individual membership, annual dues shall be \$75 and will allow one ballot.
 - b. For a dual membership, annual dues shall be \$100 and will allow two ballots. Both individuals wishing to cast a ballot must be at least 18 years of age.
- 6. Membership dues and required documentation shall be collected by the Secretary and forwarded to the Membership Committee. (See Article 8 Committees for additional information)

B. Membership Cards

- 1. Membership cards shall verify that the member has completed all necessary requirements for membership and/or renewal.
- 2. Membership cards shall be issued to each member annually.
- 3. Membership cards shall be required for a voting event which requires a ballot, i.e., election of officers, voting in new members, or recall of officers or members.
- 4. If a member does not have a current membership card, then it must be presumed that they are not in good standing with the club and therefore shall not be allowed to conduct business in the name of the club, be appointed to any committee, be assigned supervisory tasks or activities, or cast a ballot.

C. New Members:

1. Must live within 100 miles of Amarillo, Texas.
2. Applicants for membership shall hold a valid driver's license.
3. Applicants shall show Personal Injury and Property Damage insurance coverage for their Jeep that meets or exceeds the minimum requirements of the State of Texas.
4. Prior to application, potential new members must attend two functions. The first must be a meeting and the second can be a meeting or an event. When these criteria have been met, an application can be submitted with a **nonrefundable** application fee:
 - a. For an individual membership, annual dues shall be \$75 and shall allow one ballot.
 - b. For a dual membership, annual dues shall be \$100 and shall allow two ballots. Both individuals wishing to cast a ballot must be at least 18 years of age.
5. The application fee shall be collected by the Secretary.
6. Each applicant for membership shall be subject to a background check.
7. After reviewing the background check report, the Membership Committee shall forward their findings to the Board.
8. The findings shall be reported by the Board at the next Club meeting as "the Membership Committee has conducted a background investigation and deems the applicant fit to be a member" and presented to the general membership for a vote. If approved, the new member shall be given their membership card.
9. Any persons deemed unfit by the Membership Committee shall not be allowed membership to Jeep Exclusive, Inc. No explanations are to be given as it is the duty of the Membership Committee to preserve order and protect the current membership and the privacy of the applicant.
10. See Article 8 Committees for additional information.

D. Annual Membership Renewal

1. Applicants for membership renewal shall hold a valid driver's license.
2. Applicants shall show Personal Injury and Property Damage insurance coverage for their Jeep that meets or exceeds the minimum requirements of the State of Texas.
3. Membership dues shall be paid on or before March 1st of each year, after which membership may be terminated for non-payment. Membership renewals will only be accepted during this time frame.
4. Membership dues shall vary depending upon the number of individuals tied to the membership that wish to cast a ballot.
 - a. For an individual membership, annual dues shall be \$75 and shall allow one ballot.
 - b. For a dual membership, annual dues shall be \$100 and shall allow two ballots.
5. Membership dues shall be collected by the Secretary.
6. New membership cards shall be issued to each member annually.
7. Any Regular member not attending at least one meeting or one outing in any six-month period shall be dropped from the membership of the organization. Exceptions may be made by the Membership Committee after reviewing the specific case.

8. All personal expenses shall be borne by each individual.

E. Associate Membership

1. Associate membership shall be available for Jeep owners living more than 100 miles from Amarillo, Texas.
2. Applicants for membership renewal shall hold a valid driver's license.
3. Applicants shall show Personal Injury and Property Damage insurance coverage for their Jeep that meets or exceeds the minimum requirements of the State of Texas.
4. Associate membership dues shall be \$75.00 annually and shall be collected by the Secretary.
3. Applicants for Associate Membership shall be subject to a background check.
4. An online, printable card shall be created to allow the Associate Member to show level of membership and association with the club.
5. Associate members shall not have voting rights.
6. Associate members shall be added to the distribution list for club meeting minutes, etc.
7. Associate members are allowed to attend Jeep Exclusive, Inc., meetings, and/or functions.
9. Associate members shall not receive discounted rates for any Jeep Exclusive, Inc., fee required event, but are allowed event sign up at the same time as Regular members.

F. Honorary Membership

1. Honorary Members are non-paying members recommended by the Board or Membership Committee for approval by the club members.
2. Honorary members shall hold a valid driver's license.
3. Honorary members shall show Personal Injury and Property Damage insurance coverage for their Jeep that meets or exceeds the minimum requirements of the State of Texas.
4. An online, printable card shall be created to allow the Honorary Member to show level of membership and association with the club.
5. Honorary members shall not have voting rights.
6. Honorary members shall be added to the distribution list for club meeting minutes, etc.
7. Honorary members are allowed to attend Jeep Exclusive, Inc., meetings, and/or functions.
8. Honorary members may not receive discounted rates for any Jeep Exclusive, Inc., fee required event.

Article 4. Meetings

1. Meetings of Jeep Exclusive, Inc., shall be held once monthly on the first Monday of the month.
2. If there is a conflict due to a holiday, the meeting may be rescheduled, and members notified.
3. Members present shall constitute a quorum (minimum of 15 members required).

Article 5. Administration and Officers

1. There shall be a Board of Directors consisting of a President, Vice President, Secretary, Treasurer, Safety Officer, Activities Director, and the most recent past President. In addition, three more active member directors are to be elected by the membership.

2. The Board of Directors shall:
 - a. Conduct the day-to-day business and take such action as might best fulfill the aims of the organization.
 - b. Meet at the times and places the President or President Pro Tem deems necessary.
 - c. Be responsible to report its decisions to the membership.
3. Any decision of the Board of Directors may be overridden by a two-thirds vote of the members present. (Minimum of 30 members required)
4. No person may hold the same office for more than two consecutive terms.
5. Any vacancy on the Board of Directors must be filled by a membership election during a period not to exceed two consecutive general membership meetings. The President may appoint a stand-in only on a temporary basis (not to exceed two consecutive meetings).
6. Resignation of any officer shall be in writing and submitted to the Secretary or the President.
7. Spouses shall not hold board positions at the same time.

Article 6. Duties and Powers of Officers

A. President

The President shall:

1. Preside over Membership and Board of Directors meetings and be present at events whenever possible.
2. Have the duty to carry out the policies and decisions of the Board of Directors.
3. Only cast a vote in the event of a tie.
4. Sign checks with the Treasurer.

B. Vice-President

The Vice-President shall:

1. Serve in the capacity of the President in their absence.
2. Serve as Parliamentarian and as Sergeant-at-Arms when not the presiding officer.
3. Sign checks with the Treasurer in place of the President.

C. Secretary

The Secretary shall:

1. Keep and preserve all records and minutes of meetings of the Board and of the membership.
2. Keep a record of current membership and issue membership cards.
3. Maintain hard copies of applications, proof of insurance, etc.
4. Sign checks with the Treasurer as needed.

D. Treasurer

The Treasurer shall:

1. Keep accurate and current records of all club financial activity.
2. Provide a financial report at each Board meeting and each Membership meeting.
3. Pay bills accrued by the club with the approval of the Board.

E. Safety Director

The Safety Director shall:

1. Enforce all club safety regulations.
2. Provide education on pertinent safety topics.
3. Function as Liaison with air medical resources.

F. Activity Director

The Activity Director shall:

1. Explore opportunities for group events that members can attend or participate in
2. Schedule club dinners
3. Encourage events to boost camaraderie among members.

Article 7. Expenditures, Finance and Club Business

1. All monies received from all sources shall immediately be turned over to the Treasurer to be deposited in the account(s) of the corporation.
2. No expenditure greater than \$100.00 shall be made from club funds without the approval of the Board of Directors.
3. Checks written for amounts greater than \$500 dollars shall require two signatures.
4. For expenditures made by check, notation shall be made identifying the items purchased and shall be accompanied by invoices or paid receipts.
5. For electronic or debit/credit card purchases, invoices or paid receipts shall be provided to document purchases.
6. Extra revenue for the organization may be obtained by voluntary donations and/or fundraising activities.
7. No member shall conduct club business under their individual name.
8. No trademark or copyright applications of club materials shall be made without approval from the Board.
9. All shipments and deliveries shall be sent to the organization's post office box, or a Board approved alternate location.

Article 8. Committees

1. The President shall designate committees and appoint a Chair for each committee.
2. The Committee Chair is responsible for filling the positions on their committee.
3. The Chair of each committee shall be responsible to the Board for that particular committee function.
4. Each Committee Chair is responsible to report to the membership when requested by the Board.

A. Membership Committee

1. The Membership Committee shall consist of 4 individuals and a Committee Chair (who shall only vote in the event of a tie).
2. Initial appointments shall be staggered followed by 2-year terms after the 1st year.

3. Duties of the Membership Committee include:
 - a. Requesting background checks on all new Regular and Associate membership applicants.
 - b. Any conviction of violence to persons such as physical, sexual, or domestic assault, embezzlement of funds, or other socially concerning activities shall be taken into consideration by the committee.
 - c. The committee's findings shall be reported by the Board at the next Club meeting as "the Membership Committee has conducted a background investigation and deems the applicant fit to be a member" and presented to the general membership for a vote. If approved, the new member shall be given their membership card.
 - d. Any persons deemed unfit by the Membership Committee shall not be allowed membership to Jeep Exclusive, Inc. No explanations are to be given as it is the duty of the Membership Committee to preserve order, protect the current membership, and the privacy of the applicant.

B. Marketing/Challenge Committee

1. The Marketing/Challenge committee shall consist of members appointed by the President along with a Committee Chair and the Ranch Liaison.
2. The Ranch Liaison position shall be held by the Presiding President and the First Past President. The Vice President shall fill in for either if they are unable to fulfill the requirements.
3. Initial appointments to the committee shall be staggered followed by two-year terms after the first year.
4. Duties of the Marketing/Challenge Committee include:
 - a. Working to secure sponsors and donations for the Palo Duro Challenge (PDC)
 - b. Working closely with Ranch representatives.
 - c. Overall responsibility for the event
 - d. Determine number of Jeeps/participants, number of groups, etc. and develop registration process in conjunction with Secretary and/or Treasurer.
 - e. Responsible for all club marketing/sales at all events.
 - f. Maintaining documentation of the club's use of its trademarked materials and submitting required documentation of such at required intervals.

Article 9. Elections

1. The membership shall nominate, at the regular meetings in November, December and January, all candidates for office.
2. The election shall be by secret written ballot and shall be held at the regular meeting in January.
3. New officers shall assume office at the adjournment of the January meeting.
4. All outgoing officers are to conduct a turnover report to their newly elected replacement prior to the February meeting.
5. Only voting members of the club shall be allowed to attend the voting session. All family members, associate and honorary members shall be asked to move from the meeting room.
6. Membership Cards shall be collected, and a ballot shall be given.

7. No proxy votes shall be received.
8. Membership cards shall be counted to confirm the number of eligible votes allowed to be cast and cards shall be returned to owners after the vote is concluded.
9. Ballots must be counted and verified by three voting members other than the nominees.
10. Members present shall constitute a quorum. (minimum of 30 members required)
11. A majority of votes cast is necessary to elect an officer.

Article 10. Recall/Reinstatement of Board Members and Regular Membership

A. Recalling a Membership

1. Any officer of Jeep Exclusive, Inc. may be recalled by a two-thirds majority of the members present (minimum of 30 members required).
2. Individual membership can be recalled by a two-thirds majority of the members present (minimum of 30 members required). This mechanism shall be used to recall membership rights in the event of documented evidence of violation of club rules, concerns for other members' safety, or acts of questionable character.
3. Any flagrant violation of the club rules at any event or outing, or any act endangering the lives or well-being of others, is sufficient cause for temporary suspension of membership privileges. Specific concerns shall be forwarded to the Membership Committee for investigation. Determination/results of the Committee's investigation shall be relayed to the Board. If the concerns presented are determined to be founded, the case shall be forwarded to General Membership for a vote regarding continued membership of the individual(s).

B. Reinstatement Process for a Recalled Membership:

1. Any member having had their membership recalled shall be eligible to apply for reinstatement after a period of 365 days from date of removal.
2. The applicant shall follow all rules of general membership application.
3. Only the membership committee shall discuss the applicant's previous membership recall as a part of their findings.
4. The Membership Committee shall report their findings to the Board.
5. Majority vote from Membership Committee and Board members is needed to allow reinstatement of membership.
6. Reinstatement will initially be to a 6-month probationary status. Full reinstatement will be contingent upon no additional incidents for six months. If an additional incident occurs during the probationary period, membership will be revoked with no opportunity for appeal.

Article 11. Events and Outings

1. All outings shall be subject to approval by the Board of Directors.
2. Outings shall be under the direction of a trip master appointed by the Event Director.
3. On all trails there shall be a trail leader, who shall have total authority over their group and shall drive the lead vehicle. There shall also be a tail gunner who shall bring up the rear. Both vehicles must be equipped with GMRS radios.

4. Any member or guest who leaves the group without the Trail Leader's approval once underway shall be required to leave the event.
5. All participants in any outing shall be responsible for leaving the host's property at least as good and clean as it was found. At no time shall littering or destruction of property be tolerated.
6. All applicable state laws related to use of substances while operating a motor vehicle will be observed during any Jeep Exclusive, Inc. sponsored outing.
7. Vehicles may be subject to technical inspection (varying according to the type of event) and shall be disqualified if found to be mechanically unsafe.

Article 12. Rules and Procedures

1. Unless otherwise specified in these bylaws, Robert's Rules of Order shall govern parliamentary procedure.

Article 13. Amendments

1. These bylaws may be amended by a 2/3 majority vote at a regular membership meeting (minimum of 30 members required).
2. Any amendment to the bylaws shall be presented to the membership at the regular membership meeting preceding that in which the vote is to be taken.

Article 14. Safety Regulations

1. The operating condition and safety of each vehicle are the responsibility of its owner. No illegal or dangerous act by anyone shall make the club liable.
2. No one shall ride on the exterior of any vehicle to give it added weight or traction to negotiate difficult terrain. Any exception to this must be with the joint supervision and authority of the Trail Leaders.
3. No one without a valid driver's license shall be allowed to operate a vehicle.
4. No one shall operate their vehicle in a manner that shall endanger others.
5. Each trail vehicle must have immediate access to a GMRS radio and a fire extinguisher.

Article 15. Termination or Dissolution

1. In the event of termination or dissolution of this corporation, the assets, if any shall be applied to paying all current obligations and debts. The balance shall be held until the officers are reasonably certain that all un-liquidated obligations have been paid in full. Any surplus assets remaining shall be disbursed or transferred to a worthwhile charity to be determined by the Board of Directors.

Article 16. Order of Business

1. Call the meeting to order
2. Welcome visitors
3. Read the minutes from the previous meetings – General Membership and Board

4. Secretary's report
5. Treasurer's report
6. Committee reports – Membership and Challenge
7. Old business
8. New business
9. General conversation and comments from the membership
10. Adjournment

Revised: November 7, 2023

Ratified: December 4, 2023