

BYLAWS OF MIDWEST 4 WHEEL DRIVE ASSOCIATION, INC.

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Article I. Name and Purpose

Section 1.

Name: This corporation shall be known as the Midwest 4 Wheel Drive Association, Inc. hereinafter called the Association.

Section 2.

Purpose: The purposes of the Association shall be those set fourth in its Articles of Incorporation, as from time to time amended.

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Article II. Members

Section 1.

Classes of Members: The Association shall have one class of membership, with voting rights. The designation of the types and qualifications of the members of the Association shall be as follows:

- a. Individual Members of Clubs: All Individual members of a four wheel drive club ("club members"), said club consisting of at least four club members and having interests and objectives which are not inconsistent with the stated purposes of the Association shall be individual members. The club must be incorporated and must prior to admission of the individuals to membership, furnish to the Association Secretary a certified copy of its Articles of Incorporation together with all amendments thereto and a Certificate of Good Standing issued by the Secretary of State of the club's state of incorporation. Through membership, each individual shall be entitled to the benefits and subject to the regulations of the Association. Unincorporated clubs and incorporated clubs, whose corporate franchise has been suspended or withdrawn together with their members, shall be ineligible for protection under the Association's General Insurance Policy.
- b. Individual Members Not Members of Clubs: Any individual who is owner of a four wheel drive on/off road vehicle shall be eligible for membership. Individual members not members of clubs shall be entitled to the same benefits and

subject to the same regulations as members of clubs except that individual members who are not members of clubs shall not be eligible to hold office or to be insured under the Association's General Liability Insurance Policy, but said individual members who are not members of clubs shall be entitled to vote.

Section 2.

Election of Members: Members shall be admitted by the Board of Directors. An affirmative vote of a majority of the directors shall be required for election to the membership.

- a. Application for Membership: All applicants for membership shall file with the Association Secretary a written application in such form as the Board of Directors shall from time to time determine.

- b. Membership Committee: A membership committee shall be appointed by the Board of Directors to review and investigate each application. All applications for membership shall be presented promptly to the membership committee. The membership committee shall review each application, conduct such investigations as it deems necessary or advisable, and promptly report its findings and recommendations to the Board of Directors for final consideration

Section 3.

Voting Rights: Any matter submitted to the decision of the membership will be voted upon by delegates selected by the individual members. Each individual member in the Association has one vote for a nominated delegate of his choice. Each club within the Association must submit no less than one nominee, together with any other persons nominated, if any, from the club will be placed into common, together with all nominees submitted by all other clubs. The membership at large will then vote upon the delegates nominated. The number of delegates selected will be commensurate with the then-existing number of

clubs. These delegates will be the delegates to the conventions and will pass upon questions presented for decision.

Section 4.

Termination of Membership: The Board of Directors by affirmative vote of two-thirds of all of the members of the Board may suspend or expel a member for cause after an appropriate hearing, and may, by a majority vote of those present at the any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership, or suspend or expel any member who shall be in default in the payment of dues for the period fixed in Article X of these By-Laws.

Section 5.

Resignation: Any member may resign by filling out a written resignation with the Secretary, but such resignation shall not relieve the member so resigning of the obligation to pay any dues, assessments or other charges theretofore accrued and unpaid.

Section 6.

Reinstatement: Upon written request signed by a former member and filed with the Secretary, the Board of Directors may by affirmative vote of two-thirds of the members of the Board reinstate such former member to membership upon such terms as the Board of Directors may deem appropriate.

Section 7.

Transfer of Membership: Membership in this Association is not transferable or assignable.

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Article III.
Meetings of Members

Section 1.

Regular Meetings: Semi-annual meetings of the members shall be held in the third week of October and the second week of April each year for the purpose of transacting such business of the Association as may come before such meetings. Election of directors and officers shall take place at the October meeting.

- a. Selection of Delegates: Nominations of candidates to the convention as described in Article II shall take place by local clubs two months prior to the October and April meeting. The selection of delegates shall occur one month prior to the convention. The issuance of credentials to the selected delegate shall be the first order of business at the respective conventions.

Section 2.

Special Meetings: Special Meetings of the members may be called either by the President, the Board of Directors, or not less than one-tenth of the members having voting rights.

Section 3.

Place of Meeting: The Board of Directors may designate any place as the place of meeting for any regular meeting or for any special meeting called by the Board of Directors. If no designation is made or if a special meeting be otherwise called, the

place of meeting shall be the registered office of the corporation in the State of Minnesota.

Section 4

Notice of Meetings: Written notice stating the place, date, and hour of any meeting of members shall be delivered to each member entitled to vote at such meeting no less than five nor more than thirty days before the date of such meeting, excluding the day of such meeting. In the case of a special meeting or when by statute or by these By-Laws, the purpose for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed delivered when deposited in the United States Mail addressed to the member at his address as it appears on the records of the corporation, with postage thereon prepaid.

Section 5.

Informal Action by Members: Any action required to be taken at a meeting of the members of the Association, or any other actions which may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.

Section 6.

Quorum: The members holding one-half of the votes which may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting at any time without further notice. At any adjourned meeting at which a quorum shall be present, and business may be transacted which might have been transacted at the original meeting; withdrawal of members from any meeting shall not cause failure of a duly constituted quorum at the meeting.

Section 7.

Proxies: Each member entitled to vote at a meeting of members or to express consent to dissent to Association action in writing without a meeting may authorize another person or persons to act for him by proxy, but no such proxy shall be voted or acted upon after eleven months from its date, unless the proxy provided for a longer period.

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Article IV. Board of Directors

Section 1.

General Powers: The affairs of the Association shall be managed by its Board of Directors.

Section 2.

Number, Tenure and Qualifications: The President, First Vice President, Secretary and Treasurer shall be directors of the Association. There shall also be elected one director for each state having a club and not represented by at least one officer. Each new director shall assume office commencing the first day of January following his election and shall hold office for a term of two years and thereafter until his successor has been elected and qualified. (Notwithstanding the foregoing, the first slate of directors elected following the adoption of these By-Laws shall be elected to staggered terms with one-half of the directorships to be for a term of two years and the remainder to be for a term of one year. The terms of officer/directors shall be set to expire simultaneously.) Any member of the Association in good standing, except as herein otherwise provided shall be eligible to hold the office of director.

Section 3.

Regular Meetings: A regular annual meeting of the Board of Directors shall be held without other notice than these By-Laws, immediately after, and at the same place as, the regular meeting of members. The Board of Directors may provide by resolution the time and place, for the holding of additional regular meetings of the board without other notice than such resolution.

Section 4.

Special Meetings: Special meetings of the Board of Directors may be called by or at the request of the President or any two directors. The person or persons authorized to call special meetings of the board may fix any place as the place for holding any special meeting of the board called by them.

Section 5.

Notice: Notice of any special meeting of the Board of Directors shall be given not less than five nor more than thirty days before the meeting, excluding the day of the meeting by written notice to each director at his address as shown by the records of the corporation. If mailed, such notice given shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice is given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Notice of any special meeting of the Board of Directors may be waived in writing signed by the person or persons entitled to the notice their before or after the time of the meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, and regular or special meeting of the board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or these By-Laws.

Section 6.

Quorum: A majority of the Board of Directors shall constitute a quorum of the transaction of business at any meeting of the board, provided that if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting to another time without further notice.

Section 7.

Manner of Acting: The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the action of a greater number is required by statute, the By-Laws, or the Articles of Incorporation.

Section 8.

Vacancies. Any vacancy occurring in the Board of Directors or any newly created directorship to be filled shall be filled by the Board of Directors from nominees submitted by Association club members. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor's office.

Section 9.

Compensation. Directors shall not receive any stated salaries for their services.

Section 10.

Removal of Directors. Any one or more of the directors may be removed either with or without cause, at any time by an

affirmative vote of two-thirds of the members entitled to vote present at any special meeting called for that purpose.

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Article V. Officers

Section 1.

Officers: The officers of the Association shall be a president, one or more vice presidents (the number thereof to be determined by the members), a treasurer, a secretary, and such assistant treasurers, assistant secretaries or other officers as may be elected by the members entitled to vote. Officers whose authority and duties are not prescribed in these By-Laws shall have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more officers may be held by the same person, except the offices of President and Vice President.

Section 2.

Election and Term of Office: Each new officer of the Association shall assume office on the first day of January following his election and shall hold office for a term of two years and thereafter until his successor has been elected and qualified. (Notwithstanding the foregoing, the first slate of officers elected following the adoption of these By-Laws shall be elected to staggered terms with one-half to be for a term of two years and the remainder for a term of one year. The terms of officer/directors shall be set to expire simultaneously.) No person shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided. Election of an officer shall not of itself create contract rights.

Section 3.

Removal: Any one or more of the officers may be removed either with or without cause, at any time, by an affirmative vote of two-thirds of the members present at any special meeting called for that purpose.

Section 5.

President: The President shall be the principal executive officer of the Association. Subject to the direction and control of the Board of Directors, he shall be in charge of the business affairs of the Association; he shall see that the resolutions and directives of the Board of Directors are carried into effect except in those instances in which that responsibility is assigned to some other person by the Board of Directors; and, in general, he shall discharge all duties incident to the office of the president and such other duties as may be prescribed by the Board of Directors. He shall preside at all meetings of the members and of the Board of Directors. Except in those instances in which authority to execute is expressly delegated to another officer or agent of the Association or a different mode of execution is expressly prescribed by the Board of Directors or these By-Laws, he may execute for the Association any contracts, deeds, mortgages, bonds, or other instruments which the Board of Directors has authorized to be executed, and he may accomplish such execution either under or without the seal of the Association and either individually or with the secretary, any assistant secretary, or any other officer thereunto authorized by the Board of Directors, according to the requirements of the form of the instrument.

Section 6.

Vice President: The Vice President (or in the event there be more than one vice president, each of the vice presidents) shall assist the president in the discharge of his duties as the President may direct and shall perform such other duties as from time to time may be assigned to him by the President or the Board of Directors. In the absence of the President or in the event of his inability or refusal to act, the Vice President (or in the event there are more than one vice president, the vice presidents, in the order designated by the Board of Directors, or the President if the Board of Directors had not made such a designation, or in the absence of any designation, then in the order of their order of seniority of tenure) shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the Association or a different

mode of execution is expressly prescribed by the Board of Directors or these By-Laws, the Vice President (or any of them if there are more than one) may execute for the Association any contracts, deeds, mortgages, bonds or other instruments which the Board of Directors has authorized to be executed, and he may accomplish such execution either under or without the seal of the Association and either individually or with the secretary, any assistant secretary, or any other officer thereunto authorized by the Board of Directors, according to the requirements of the form of the instrument.

Section 7.

Treasurer: The Treasurer shall be the principle accounting and financial officer of the Association. He shall: (a) have charge of and be responsible for the maintenance of adequate books of account for the Association; (b) have charge and custody of all fund and securities of the Association, and be responsible therefore, and for the receipt and disbursement thereof; and (c) perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. The Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine.

Section 8.

Secretary: The Secretary (or in the event there shall be more than one secretary, each of them) shall record the minutes of the meeting of members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of the By-Laws or as required by law; by custodian of the Association records and of the seal of the Association; keep a register of the post office address of each member which shall be furnished to the Secretary by such member; and perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him (or in the event there shall be more that one secretary, then each of them) by the President or by the Board of Directors.

Section 9.

Assistant Treasurers and Assistant Secretaries. The assistant treasurers and assistant secretaries shall perform such duties as shall be assigned to them by the treasurer or the secretary, respectively, or by the President or the Board of Directors. The assistant treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall Determine.

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Article VI. Committees

Section 1.

Committees of Directors: The Board of Directors, by resolution adopted by a majority of the directors in office, may designate one or more committees, each of which shall consist of two or more directors, which committees, to the extent provided in said resolution and not restricted by law, shall have and exercise the authority of the Board of Directors in the management of the Association, but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed upon it or him by law.

Section 2.

Other Committees: Other Committees not having and exercising the authority of the Board of Directors in the Association may be designated by a resolution adopted by a majority of the directors present at a meeting in which a quorum is present. Except as otherwise provided in such resolution, members for each such committee shall be members of the Association and the President of the Association shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the Association shall be served by such

removal.

Section 3.

Standing Committees: As soon following his election as practicable, the President shall appoint to the following permanent committees as many members as he deems advisable:

- | | |
|----------------------------------------|----------------|
| a. Land Use | g. Recognition |
| b. Membership | h. Safety |
| c. Public Relations | i. Convention |
| d. Budget | j. Education |
| e. Conservation | k. Nominating |
| f. Rules (competition/non-competition) | l. Delegates |

Section 4.

Terms of Office: Each member of a committee shall continue as such until the next annual meeting of the members of the Association and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member is removed from such committee, or unless such member shall cease to qualify as a member thereof.

Section 5.

Chairman: One member of each committee shall be appointed chairman.

Section 6.

Vacancies: Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 7.

Quorum: Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the member present at a meeting in which a quorum is present shall be the act of the committee.

Section 8.

Rules: Each committee may adopt rules for its own government not inconsistent with these By-Laws or with the rule adopted by the Board of Directors.

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Article VII.

Contracts, Checks, Deposits and Funds

Section 1.

Contracts: The Board of Directors may authorize any officer or officers, agent or agents of the Association, in addition to the officers so authorized by these By-Laws to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association and such authority may be general or confined to specific instances.

Section 2.

Checks, Drafts, Etc.: All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Association, shall be signed by such officer or officers, agent or agents of the Association and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an assistant treasurer and countersigned by the President or a Vice President of the Association.

Section 3.

Deposits: All funds of the Association shall be deposited from time to time to the credit of the Association in such banks, trust companies, or other depositories as the Board of Directors may select.

Section 4.

Gifts: The Board Of Directors may accept on behalf of the Association any contribution, gift, bequest or devise for the general purpose or for any special purpose of the Association.

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Article VIII.

Books and Records

Section 1.

Minutes: The Association shall keep correct and complete minutes of the proceedings of its members, Board of Directors, and

committees having any of the authority of the Board of Directors.

Section 2.

Accounting: The Association shall keep correct and complete books and records of account. Separate ledgers and accounts shall be maintained for each state and for the Association. All disbursements shall be made through a central checking system.

Section 3.

Membership Roll: The Association shall keep at its registered or principle office a record giving the names and addresses of the members.

Section 4.

Inspection: All books and records of the Association may be inspected by any member in good standing, or his agent or attorney for any proper purpose at any reasonable time.

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Article IX. Fiscal Year

The fiscal year of the Association shall be from January 1 through December 31.

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Article X.
Associate and Honorary Membership Status

Section 1.

Associate Status: Any local, statewide or national business firm shall be eligible for associate status. An associate may display its membership decal in its place of business and, upon written approval of the Association, in its advertising and media. Each associate shall be entitled to enter one vehicle in Association sponsored events limited to Association members only.

Section 2.

Honorary Designation: The Board of Directors, at a duly organized meeting, may elect any individual as an Association honorarium. Association honoriums shall be for one year duration and said honoriums shall be exempt from payment of any fees, but shall be entitled to all privileges of membership, except that said honoriums shall not be eligible to vote or to hold office.

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Article XI.
Dues

Section 1.

Initiation Fee and Dues: An initiation fee and annual dues shall be required of all members, and those persons holding

associate status as defined in Article X herein. The Board of Directors shall determine from time to time the amount of initiation fee and annual dues payable to the Association by members.

Section 2.

Payment: The associate member initiation fee shall accompany its application for membership. The initiation fee shall become payable upon such applicant's election to membership in the Association. Annual dues shall be due and payable in full upon each applicant's election to membership in the Association. Annual dues for each succeeding year shall be due and payable on the first anniversary month of such members election to membership

Section 3.

Default and Termination of Membership: When any member shall be in default in the payment of dues for a period of sixty days from the beginning of the period for which such dues become payable, his membership may thereupon be terminated by the Board of Directors in the manner provided in Article II of the By-Laws.

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Article XII.

Seal

The Association shall have a corporate seal.

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Article XIII.
Waiver of Notice

Whenever any notice is required to be given under the provisions of the Minnesota Nonprofit Corporation Act or under the provisions of the Article of Incorporation or By-Laws of the Association, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to giving such notice.

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Article XIV.
Amendments

The power to alter, amend or repeal the By-Laws or adopt new By-Laws shall be vested in the Association members entitled to vote. Such action may be taken at a regular or special meeting for which written notice of the purpose shall be given. The By-Laws may contain any provisions for the regulation and management of the affairs of the Association not inconsistent with the law or Articles of Incorporation.

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Article XV.
Dissolution

The Association may be dissolved only with the assent given in writing and signed by two-thirds (2/3) of the members entitled to vote. Written notice of a proposal to dissolve, setting forth the reasons therefore and the disposition to be made to the assets (which shall be consistent with Article XV hereof) shall be mailed to every voting member at least ninety (90) days in advance of any action taken.

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Article XVI.
Disposition of Assets Upon Dissolution

Upon dissolution, the assets, both real and personal of the Association, shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to the purposes, as nearly as practicable the same as those to which they were required to be devoted by the Association.

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BYLAW AMENDMENTS

Meeting Policies

Section 1. Place

It was decided to keep our meetings at Albert Lee, Minn. since it is still the most centrally located.

Section 2. Annual Meeting

It was decided the Tech Inspection school should be set up at the annual meeting.

Section 3. Expenses

Hosting club will be reimbursed for expenses incurred in setting up the convention.

Section 4. Board Meetings

The Board of Directors will meet every two months.

Delegates

Section 1. Duties

1. It is the duty of the delegate to attend the semi-annual meetings of the Midwest Associations and to bring back the information to their own club.
2. The delegate will receive a copy of all board meetings and this also should be kept up to date with the clubs.
3. The delegate is to keep the Midwest informed about problems occurring in his area, such as land use closures, etc.
4. It is the responsibility of the delegates and officers to make sure the rules are being enforced. This reverted back to all delegates wearing their orange vests at Midwest events to help enforce. A delegate is to be an *assistant* not a

policeman.

5. The delegates be responsible for making all the clubs aware of the situation on the Midwestern 4 Wheeler and that each club be charged with an indirect responsibility of obtaining a 1/2 page ad Also that they can put in the newsletter such as a stuffer basis.

State Directors

Section 1. Duties

1. Serve as a Board of Director for a two year term.
2. To unify all the clubs in his state for the good of 4-wheeling
3. To be aware of any land closures that is in the state, and to get any information to the Land Use committee so they can draw up a letter of response to the matter.
4. To help with the every-day problems that comes up in the state.
5. To promote 4-wheeling and the Midwest Association.
6. To serve on committees that need a Board of Director to oversee them
7. Other Duties can be referred to in the By-Laws under Board of Director.

United Delegate

Section 1. Duties

1. The MW4WDA President shall write a monthly report of United's Voice. Also is responsible for reporting to MW4WDA Board on all United meetings.
2. The elected Delegate is responsible for a monthly report on United in the Midwestern 4 Wheeler which includes summary reports of the United Board and Delegate meetings.
3. Both Delegates are expected to:
 - a. Make reports to MW 4 Wheeler on different seminars attended.
 - b. Work together and get response back to United or see to it that someone else gets response back on all requests

made by United. However, the actual responsibility of getting the compiled information in written form to United lies on the shoulders of the elected Delegate unless specifically requested by another.

Section 2. Expenses

1. After reports are submitted for that month payments will be made.
2. Transportation will be paid at the lowest of air or vehicle versus room rates, etc.
3. Convention package prices will be completely paid for. Other meals shall be paid for only to the limits established for other travel and only for the reasonable time to get to the meetings and return.
4. Motel-hotel rooms will be covered only commensurate to the total of travel cost comparison plus for the evenings that meetings start early on the next day. Also if connections cannot be made before or after the meeting in order to be present for all the meeting/s.

By-Law Committee

Section 1. Purpose

The purpose of the By-Law committee is to review and update the By-Laws and SOP (standard operational procedures) annually. Also to make sure the Association is operating according to the By-Laws, which must follow Minnesota Corporate Law.

Section 2. Steps to be Followed:

1. Committee is to review the By-Laws and SOP at least once a year.
2. If there are any grey areas, there may be a need to confer with the Association's Lawyer.
3. Draw up the final draft of the purposed amendment and present it to the Board for review so they have adequate time to send out notice of a vote on By-Law change.

Treasurers Duties and Expense Guidelines

Section 1. Duties

A financial report twice a year is to be submitted to the Board.

Section 2. Expenses:

1. Midwest will reimburse anyone who is working on state or Midwest business.
2. Mileage rate increased to 25 cents a mile.
3. Board of Directors will have their mileage and room paid for at Midwest meetings.
4. A person is paid \$50.00 per event plus mileage to and from any event to take care of Midwest lights.

Dues:

A 10% penalty after 60 days and that after 90 days we would terminate membership.

Safety Committee

Section 1. Duties

1. Inspect the racing course for shut-down area, pit area, specifications on the track, fenced for keeping spectators back, ambulance, etc.
2. To make sure the safety requirements are being met in the campgrounds and on the trail rides.
3. Note any suggestions and purpose them to at the fall meeting when the rules committee meets so they may be added to the rule book.

4. If the site doesn't look right the committee or Director has the power to close the event down.

Convention Committee

Section 1. Duties

1. To get an estimate on rooms and meeting rooms and submit them to the Board of Directors.
2. If approved by the Board then to go ahead and make the arrangements with the hotel for rooms, meeting rooms, and banquet.
3. Submit directions and telephone numbers for reservations to the Midwest 4 Wheeler.
4. Set up some type of display room for advertisers, and arrange the companies to set up the display.
5. At all times keep in touch with the Board to make sure they will meet Midwest's needs.
6. To turn all bills and money acquired by advertising into the treasurer.
7. Serve as hostess to the convention and be responsible for the registration.

Land Use Committee

Section 1. Duties

1. Coordinate information on land use matters for the United 4 Wheel Drive Association.
2. Express the views of the membership of the association to Federal, State, County, and Local land use matters when asked at government input meetings.
3. Provide advice to Association members on how to handle land matters.
4. Inform the members of the Association of important land closures, opening, or policy changes.
5. Information from United to be passed on.
6. Formulate stands or positions for Board approval to state how the MW4WDA feels toward a government units land use policy.
7. Write an article for the association publication.
8. Attend as many Federal and State and Regional land meetings.

9. Keep records of land use problems that have been brought to his attention.
10. Meet with land use managers and work with them to offer help with their projects or problems.
11. Be a "watchdog" of government land use agencies.
12. Attend land use seminars offered by different member Associations, and promote motorized recreation and the multiple use concepts for land.

Rules Committee

Section 1. Purpose

To review annually, and arrive at a fair and workable set of rules for competition events of the MW4WDA.

Section 2. Committee Members

Rules committee will have a total of 8 members, 3 on the pull rules and 5 covering the remaining competition rules. New chairperson to come from the existing committee, which is appointed by the Vice President. The chairman must appoint a recording secretary who will be responsible for committee correspondence and keeping notes during rules committee meetings. Chairman may serve no more than 2 consecutive years. Other committee terms runs from Fall meeting to the next year's Fall meeting.

Section 3. Procedure

1. At the MW4WDA fall meeting, the current rules committee will review complete current rule book from cover to cover stopping only to clarify rules or procedures.
2. New rules committee will be installed and introduced by current rules committee chairman.
3. New chairman will lay down format and ground rules for the rules meeting.
4. Chairman will ask for *SPECIFIC* and *PREAPAIRED* rule change suggestions, additions, deletions, or rule clarifications

from the floor. Proposed rule changes must pertain to *SPECIFIC* rules or set of rules covering one area. Example: Hill climb full roll cage rule for stock and super stock.

5. Chairman must allow each person with a valid rule change proposal to make their proposal and bring it up for discussion. Chairman may allow a *LIMITED* discussion on each proposed rule change and then arrive at an understandable wording for the proposed change. Rules committee has the right to reject any proposed rule changes that may affect the safety of the driver and/or spectators.
6. Recording secretary will read each proposed rule change after understandable wording has been arrived at. Attendance vote will be taken at this time to sample popularity of proposal. This is only a reference vote for rules committee to base their decisions on. This will be a hand vote and all votes for, against and undecided will be counted.
7. After all proposals have been reviewed and voted on meeting will be adjourned.
8. Rules committee will hold a closed meeting and discuss all proposed rule changes. In order for proposal to be added to the rule book it must have majority support at the fall meeting and be supported by the members of the rules committee. At this meeting the proposals will be decided on, re-worded if necessary and sent to the printing company.
9. January 1st is the deadline to have the completed book ready for distribution.
10. Rules committee will hold a Tech inspection school at the Spring convention and train all MW4WDA Tech. Inspectors. The entire rule book will be reviewed at this school and all questions will be answered by the rules committee. Rules committee secretary will keep notes at this meeting to refer back to in case of a rule clarification at a later date. Any mid-season rule changes must have the MW4WDA Board of Directors approval and will be printed in the association newsletter. It will be the responsibility of the rules committee chairman to handle this.

Section 4. Responsibilities

The rules committee Chairman or Vice Chairman may be consulted at any time to clarify a rule or rules during the season. Chairman or Vice Chairman may, if he desires, request a special meeting at any time with any number of the rules committee members to make a decision about a rule in question. Any time the rules committee is consulted about a rule in question and they arrive at a decision, the decision is final and may not be protested. However, the rules committee members have no authority to inspect a competitor's vehicle for being legal at any time unless committee member is on the sponsoring club's tech inspection crew.

The reason for this rule is to put the total responsibility of vehicle inspection, both tech inspection and protest inspection, on the sponsoring club's tech inspection crew. The rules committee may be consulted at any time to explain the rules, but it is not

designed to be the deciding party as to the legality of a vehicle or situation, only to bring about a fair and workable set of rules for the MW4WDA's tech inspectors to work with.

Newspaper Committee

Section 1. Goals

- A. To make a newspaper available to each MW4WDA member family, on a regular basis, with an accurate account of all local, state, club, Midwest and United Activities.

Section 2. Titles and Logos

- A. The title of the MW4WDA newspaper shall be "Mid-Western 4-Wheeler", as designated in the summer of 1979.
- B. The title and/or logo of the newspaper shall not be changed without the approval of the Board of Directors of the MW4WDA.
- C. It is recommended that the existing title and logo be copyrighted.

Section 3. Authority

- A. The Chairperson of the Newspaper Committee shall be the editor.
- B. The editor, as with all committee heads of the MW4WDA, shall report to the Association Vice President.
- C. The editor shall at any time have the authority to delegate any of the committee's responsibilities to another person/persons at his/her discretion, with the editor remaining answerable for all of these delegated responsibilities.

Section 4. Standards

- A. The newspaper editor and staff, at all times, promote good Public Relations with Businesses, clubs, Associate

- Members, other Associations, and the media.
- B. the editor shall maintain a "Family-Oriented" publication, in line with the goals of the MW4WDA.
 - C. The editor and staff shall, at all times, remember that the Mid-Western 4-Wheeler is the voice of the MW4WDA and its members, and shall maintain a quality of excellence in production, editing, reporting, circulation, and record keeping.

Section 5. Responsibilities of the Editor

A. Editing

1. The editor shall be responsible for accurate news reporting to the membership.
2. The editor will make apologies and/or corrections in the newspaper for any inaccurate reports.
3. With Board approval, the editor will select a printing company which to handle printing, lay-out, and mailing on a regular basis. Considerations shall be based on professionalism, dependability, cost, and location.
4. The editor shall have the power to accept, reject or postpone the printing of any article, picture or ad submitted.
5. The editor shall be responsible for maintaining a family-oriented publication, and can, at any time, change sentence structure or wording in any article or ad which contains profanity or any other "unacceptable choice of words".
6. The editor shall have the authority to "lay-out" the newspaper at his/her own discretion.
7. The editor shall include in each issue, a listing of officers, directors and committee heads, a club listing, a listing of Associate members and a schedule of events for the general information of the membership.
8. The editor shall include proper photo credits when available.
9. The editor shall include credits on any material obtained from other publications and obtain permission from the editor of the publication which is being copied.
10. The editor shall not allow any material from the Mid-Western 4-Wheeler to be reprinted without permission.
11. With Presidential approval, the editor shall included "special interests" or "fliers", which will be sent to specific clubs or states, or to the entire membership.
12. The editor is responsible for returning all photos submitted, unless prior arrangements have been made.
13. The editor is responsible for proof-reading the newspaper before it is printed.

B. Circulation

1. The editor shall maintain a complete, updated listing of all MW4WDA clubs and members on a monthly basis.

2. The editor shall maintain a listing of persons, businesses, United Associations, Association newsletters/newspapers and/or interested parties who will receive complimentary issues of the newspaper, with additions or subtractions from this list made at his/her discretion.
3. The editor shall not release any information from these listings without Board approval.
4. The editor shall, upon request, supply a listing to any Board member or MW4WDA committee head, with the assurance that the information will be used ONLY for specific MW4WDA business.
5. The editor shall select, with Board approval, a person or business which will print a computerized listing of the above information.
 - a. The computer must be equipped to handle all programs already in force.
 - b. Considerations for selection will be cost, location, dependability, and professionalism.
6. The editor shall send pre-determined numbers of newspapers to the MW4WDA President, Vice-President, Associate members and Advertisers. At the discretion of the editor, editorial contributors may be included in these special mailings. With Presidential approval, other Board members or committee heads will also receive special mailings.
7. The editor shall notify paid subscribers when the subscriptions are to terminate.

C. Advertising

1. The editor shall maintain a file of all advertisers.
2. The editor shall have all the authority to set advertising rates based on newspaper expenses.
3. The editor may recommend discounts but these may only be implemented with the approval of the Vice President.
4. The editor shall endeavor to obtain as much advertising as is necessary to cover newspaper costs.
5. The editor shall set up an advertising campaign with costs for this approved by the Vice President.
6. The editor shall set up policies concerning ad sized and placement at his/her discretion.
7. The editor shall communicate with all advertisers on a monthly basis unless other arrangements have been made.
8. The editor shall inform long term advertisers when their agreements expire.
9. The editor shall maintain a classified ad section with policies set at his/her discretion.

D. Deadlines

1. The newspaper shall be available to the membership during the first two weeks of the publication date.
2. There shall be 10 issues yearly; Jan/Feb, March, April, May, June, July, August, September, October, and Nov/Dec.
3. The deadline for any item to appear in the newspaper shall be the 10th of the month preceding the publication date.
4. All copy shall be taken to the printing company on the 16th of the month preceding the publication date, unless the 16th falls on a Saturday or Sunday. In this case, copy will be taken to the printing company on the Monday following the 16th.
5. Circulation updates will be taken to the computer company on the 20th of the month preceding the publication date.
 - a. Computer print-outs shall be delivered to the printing company with labels by prior arrangements with both organizations.
6. Newspapers shall be mailed by bulk-rate permit on the last Friday of the month preceding publication.
7. "Special mailing" shall be mailed on a date convenient to the editor within a reasonable time frame of the publication date, by regular first-class mail.

E. Newspaper Committee Reports

1. Written
 - a. The editor shall prepare a semi-annual report of all income and expenses incurred by the Newspaper committee, and will make a copy available to each Board member, club delegate and committee head at the Spring Convention and Fall Meeting of the MW4WDA.
 - b. The editor shall prepare a written report for the Vice President at any time, at his/her request.
2. Verbal
 - a. The editor shall report verbally to the Board of Directors and to the Full Delegates Meeting at the Spring Convention and the Fall Meeting of the MW4WDA.

F. Billing

1. The editor shall refer all payments or monies collected to the MW4WDA Treasurer.
2. The editor shall refer all bill for payment by the MW4WDA Treasurer.
3. The editor shall compile a list of advertiser fees on a monthly basis and these shall be collected by the MW4WDA Treasurer.

Section 6. Supplies

- A. The MW4WDA shall purchase a typewriter and a file cabinet for use of the editor. These shall be maintained by the editor and shall remain the property of the MW4WDA.

Section 7. Editorial Expenses

A. Regular Expenses

1. The editor shall be reimbursed for supplies, phone calls, postage, and "operating expenses". (Operating expenses shall be determined by the editor and the Board of Directors).
2. The editor shall not purchase a single item with a cost of over \$25.00 without the approval of the President or the Vice President.
3. The editor shall not approve any newspaper program with a cost of over \$50.00 without the approval of the President or the Vice President, with this approval being sent to the Treasurer.
4. The editor shall prepare a monthly expense report (personal expenses) and forward this to the MW4WDA Treasurer with dated receipts.

B. Unusual Expenses

1. The editor shall be reimbursed for meals and mileage to an advertiser's place of business, if that business is not in the home town of the editor and such travel is required.

- a. These trips must have prior approval of the President or Vice President.
2. The editor shall be reimbursed for mileage to the Spring Convention and Fall Meeting of the MW4WDA.
3. The editor shall be reimbursed for one night's single occupancy in a motel at the Spring Convention and Fall Meeting of the MW4WDA.
4. The editor shall be reimbursed for mileage and/or accommodations and/or meals at any function at which he/she has been requested to attend by the President or Vice President.

Section 8. Conduct

- A. The editor shall conduct himself/herself in a professional manner when representing the newspaper or the MW4WDA.
- B. The Board of Directors can at any time, direct the Vice President to reprimand or dismiss the editor for any action of the editor which is in direct violation of the MW4WDA ethics.

Article X. Dues

Section 2. Payment

the associate member initiation fee shall accompany its application for membership. The club member and individual member initiation fee shall become payable upon such applicant's election to membership in the Association. Annual due for each succeeding year shall be due and payable at a date determined by the Board of Directors.

Article V. United Delegates

Section 10. United 4 Wheel Drive Delegates.

There shall be two Delegates representing the Association at United 4WDA Delegate meetings.

- a. One of these Delegates shall be the President of the Association or the President may appoint an individual to take

- his/her place with appointment if time allows, being approved by the Board of Directors.
- b. The other United Delegate shall be elected by the voting delegates of the Association for one year term at the October meeting. There shall be no limit on the number of terms that may be served. If this individual cannot fulfill his/her term, the Board shall immediately appoint another Delegate for the remainder of the term.

Article IV Board of Directors

Section 2. Number, Tenure, and Qualifications

The President, First Vice President, Second Vice President, Secretary and Treasurer shall be directors of the Association. There shall also be elected one director for each state recognized by the Association. Each new director shall assume office commencing the first day of January following his election and shall hold office for a term of two years and thereafter until his successor has been elected and qualified. (Notwithstanding the foregoing, the first slate of directors elected following the adoption of these By-Laws shall be elected to staggered terms with one-half of the directorships to be for a term of two years and the remainder to be for a term of one year. The terms of officer/directors shall be set to expire simultaneously.) Any member of an Association club member in good standing, except a delegate, shall be eligible to hold office of director.

Article V. United Delegate

Section 10. United 4 Wheel Drive Delegates

- c. To override "b" and to read: The other United Delegate shall be elected by the voting delegates of the Association for *two* years at the October meeting. *The term shall be alternating with the Presidents term.* There shall be no limit on the number of terms that may be served. If this individual cannot fulfill his/her term, The Board shall immediately appoint another Delegate for the remainder of the term.

