

Meridian Motorcycle Association Bylaws

Original Meridian Motorcycle Association Bylaw written on APRIL 20, 2009.

Below Bylaws approved by a vote of the membership on _____.

DEFINITIONS:

- Officers - An Officer is a commitment member that holds the position of President or Vice-President within the Organization. These members hold the upmost authority and control of all aspects of the organization. Officers are by virtue of their position members of the Board of Directors.
- Directors – A director is a member of the Board of Directors. Directors are Senior Members elected by the membership that directly support the mission and direction of the Organization. There will be (3) three Directors of equal authority and say.
- Life Time Member(s) – A Life time member is a Founding Father of the MMA, a senior member of the MMA, or a recognized commitment member that has contributed to the MMA above and beyond what is asked.
- Member(s) – A member is an individual who has paid membership dues, completed required forms and waivers, and support the intrest of the MMA. Membership can be a Single Membership, Family Membership, and Commitment Membership as defined below.
- Organization – Meridian Motorcycle Association (MMA)
- Riding Location – Meridian OHV Park (MOHVP)
- Board - The Board of Directors (2 officers and 3 directors).
- MMA Calendar Year – January 1st through December 31st.

ARTICLE I ORGANIZATION

1. The name of the organization is Meridian Motorcycle Association herein after referred to as the Organization or MMA.
2. The registered office of the MMA is located in Meridian, Mississippi in Lauderdale County.
3. It is the intent of the MMA to function as a not for profit organization.

ARTICLE II SERVICE AREA

1. The service area of the MMA is primarily the states of Mississippi, Alabama, and Louisiana.
2. The MMA service area may also expand into surrounding states.

ARTICLE III PURPOSES

Section 1 - The purpose of the MMA is:

1. To provide a safe and structured riding area (Meridian OHV Park) for the use of recreational riding of Off Highway Vehicles (OHV) such as but not limited to: Dirt Bikes, 4-Wheelers, and Side X Side vehicles.
2. To organize and promote safe and enjoyable activities centered on the recreational riding of Off Highway Vehicles.
3. To help the Meridian OHV Park become a leading off-road riding park and trail riding destination for the state of Mississippi and the surrounding areas.

ARTICLE IV MEMBERSHIP

Section 1 - General Membership Requirements

1. Membership will be open to any individual over the age of eighteen (18) interested in supporting the purposes of the MMA.
2. Membership will be open to any individual under the age of eighteen (18) provided the MMA MINOR RELEASE AND WAIVER OF LIABILITY AND INDEMNITY AGREEMENT and the MMA MINOR'S ASSUMPTION OF RISK ACKNOWLEDGMENT have been completed by a parent or legal guardian, properly signed, submitted to, and on file with, the MMA.

Section 2 - Membership Categories

1. There are three (3) categories of Members within the MMA. Individual, Family, and Commitment.
2. A Individual Member is an individual that:
 - a. Meets the General Membership Requirements above.
 - b. Has paid their individual membership due of \$30.00 for the current MMA calendar year.
 - c. Has read, understood, and agreed to all MMA Rules and Regulations.
 - d. Has completed the MMA Membership Application
 - e. Has read, understood, and signed the MMA Release and Waiver of Liability and Indemnity Agreement.
 - f. Who's membership calendar year runs from January 1 through December 31

3. A Family Member is a group of directly related individuals that:
 - a. Meets the General Membership Requirements above.
 - b. Has paid their annual family membership due of \$40.00 for the current MMA calendar year
 - c. Has read, understood, and agreed to all MMA Rules and Regulations.
 - d. Has completed the MMA Membership Application with all family members listed.
 - e. All family members have read, understood, and signed the MMA Release and Waiver of Liability and Indemnity Agreement.
 - f. Has read, agreed, and signed the MMA Minor Release and Waiver of Liability and Indemnity Agreement and the MMA Minor's assumption of Risk Acknowledgement for each minor rider.
 - g. Who's membership calendar year runs from January 1 through December 31
4. A Commitment Member is an individual that:
 - a. Meets the General Membership Requirements above.
 - b. Membership fees are waived due to MMA Commitment.
 - c. Who serves as an active officer, director, or is a life time member of the organization.
 - d. Who's membership calendar year runs from elected date until official termination.

Section 3 - Membership Term and Termination

1. Term of Individual Membership and Family Membership is always annual from January 1 to December 31.
2. Board of Directors are from date elected until formal termination by Board of Directors vote or a personal resignation.
3. Life Time Members can only be terminated with a 100% agreement vote by the Board of Directors.

Section 4 - Membership Benefits

1. Access to all MMA Member Meetings and Events.
2. Allowed to vote when the Board of Directors puts an issue to membership vote.
3. Access to the Meridian OHV Park and its trail system.
4. Other membership benefits may be posted on the website and may be updated from time to time.

Section 5 - Membership Suspension and Revocation

1. The Board of Directors reserves the right to suspend, permanently revoke and/or ban any Member from participation in the MMA if the Board feels the Members continued participation in the MMA is harmful or detrimental in any way to the MMA goals or its membership. Examples of behavior that is considered harmful to the MMA and its Members include, but is not limited to, the following:
 - a. Failure to follow the Organization's rules
 - b. Engaging in activities that are harmful to the Organization and / or its stated purpose
 - c. Operating an OHV or acting in a manner that puts others at risk of injury or death
2. General Membership Suspension (NOT including Officers or Directors):
 - The Board of Directors reserves the right to suspend any non-Officer or non-Directors individual's membership and/or participation, whether the Member is a Individual or a Family member, in the Organization at any time and for any reason the Board feels appropriate by an affirmative vote of sixty (60%) percent majority or more of the Board of Directors. .
3. Officer or Director Membership Suspension:
 - The Board of Directors reserves the right to suspend any Officer or Directors individual's membership in the Organization at any time the Board feels the Officer or Director is not acting in the best interest of the Organization, the Officer or Director has become a disruptive or harmful influence to the Organization and/or the Officer or Director is preventing the Organization from pursuing its stated purpose by an affirmative vote of seventy-five (75%) percent majority, excluding the Officer or Director being voted upon, or more of the Board.
4. The length of ANY suspension period shall also be determined by the Board in accordance with the same voting guidelines and percentages as used to invoke the suspension. However, in no case shall the Board suspend a Members membership for a period of more than one (1) year from the date the suspension began.
5. The Board also reserves the right to permanently revoke any Members (including Officers and Directors) membership in the Organization if the Board feels the reason for such revocation is sufficiently severe or damaging to the Organization or its Members. However, any permanent revocation shall require the unanimous agreement (100%) of the Board or Directors, excluding the Officer or Director being voted on if that is the case.

ARTICLE V MEETINGS

Section 1 - Regular MMA Member Meetings

1. Regular MMA Member Meetings are held no less than annually and no more than monthly. They are to be held at the Meridian OHV Park Pavilion located in the MMA Parking Area.
2. Notice of member meetings will be posted on the MMA website at least two weeks prior to the scheduled meeting date. Said notice will contain the date and time of the meeting. In addition to the website a notice may be given by means of the MMA Member Mail (newsletter). .

Section 3 - Special Membership Meetings

1. Special membership meetings may be called by the President when he deems it to be in the best interest of the MMA.
2. Notices of such meeting will be posted on the MMA website at least ten (10) days before the scheduled date.
3. Such notice will state the reasons the meeting has been called, the business to be transacted at the meeting, by whom it was called and the time and location of the meeting.
4. No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of the Board of Directors.

Section 4 - Board of Director Meetings

1. Board of Director Meetings may be called by the President at any time provided Board members are given at least seven (7) days notice of the meeting and a reasonable attempt is made to accommodate the Board members personal schedules in order to maximize attendance.

Section 5 - Quorum

1. A simple majority of the Board of Directors shall constitute a quorum (minimum number of board members required for a group to officially conduct business and to cast binding votes).

Section 6 - Order of Business

1. Call to Order
2. Reading of the Minutes of the preceding meeting
3. Reports of Committees
4. Reports of Officers
5. Old and Unfinished Business
6. New Business
7. Establishment of next meeting date, time and location
8. Adjournment

ARTICLE VI VOTING

1. Regular and Special Meetings
 - a. At all meetings, except for the election of officers, a sixty (60%) percent or more affirmative majority vote of the Board of Directors is required to put the issue at hand to a membership vote.
 - b. All votes shall be by show of hands and requires an affirmative majority vote of the membership attending.
 - c. Each board member in personal attendance at any meeting shall be entitled to one (1) vote.
2. Officer Elections
 - a. For the election of officers, vote will go to all MMA members in attendance.
 - b. Election of officers requires an affirmative majority vote of the membership attending.
 - c. All votes shall be by show of hands.
 - c. Each board member in personal attendance at any meeting shall be entitled to one (1) vote.

ARTICLE VII OFFICERS

Section 1 - General

1. The Officers of the MMA shall be as follows: President and Vice President
2. Officers shall by virtue of their office be members of the Board of Directors.
3. A person can be nominated for more than one office but can hold only one office.
4. May sign the checks or drafts of the Organization

Section 2 - Duties

1. The President shall:
 - a. Have such powers as may be reasonably construed as being the Chief Executive of the MMA.
 - b. Be the Chairman of the Board of Directors.
 - c. Reside over or delegate responsibilities to vice-president and all Directors.
 - d. Preside at all MMA Member Meetings.
 - e. Be the final decision of all MMA decisions and actions.
 - f. Be the primary controller of all MMA monies and transactions.
 - g. Designate all committees as temporary or permanent and determine the term of each.
 - h. Determines the powers afforded to any committee.
 - i. Support or Exercise all duties related to the office of Treasurer
 - j. Support or Exercise all duties related to the office of Secretary

2. The Vice President shall:

- a) In the event of the absence or inability of the President to exercise his office become acting President of the Organization with all the rights, privileges and powers as if he had been the duly elected President.
- b) Support or Exercise all duties related to the office of Treasurer
- c) Support or Exercise all duties related to the office of Secretary.

Section 3 - Vacancies

1. Vacancies in one of the Officer positions will be filled by a vote of the majority of the members attending the meeting.
2. Said vacancy and election shall be posted on the MMA website for a minimum of two (2) weeks prior to the vacancy being filled.

Section 4 - Compensation

1. No officer entitled to receive any salary or compensation for duties within the MMA.
2. However, Officers may receive compensation from the MMA for duties performed outside MMA duties as Officer.
3. Officers may seek expense reimbursement and an itemized receipt(s) must be provided and filed with the MMA before receiving any such reimbursement.

ARTICLE VIII BOARD OF DIRECTORS

Section 1 - General

1. Responsibility for the general control of MMA policy, MMA affairs, MMA business, and the direction of the MMA is all vested in the Board of Directors.
2. The Board of Directors will consist of (2) Officers and (3) Directors.
3. Each director will have one vote and such voting may not be done by proxy.
4. The President of the MMA by virtue of his office is the Chairman of the Board of Directors.
5. Meetings of the Board of Directors will be held bi-annually.
6. Directors are encouraged to become members of other off-road related organizations that support the MMA objectives and purpose. Such affiliations are allowed provided that:
 - a. Such affiliation is made known to the Board of Directors
 - b. Such affiliation does not provide the Director with a conflict of interest or interfere with the Directors ability to fulfill his duties for the MMA.
 - c. All decisions made by the Director as they pertain to MMA business are made consistent and diligent with his position and duty as a member of the MMA Board of Directors.

Section 2 - Term

1. Nominations of individuals to serve on the Board of Directors are to be voted upon by the general membership at a designated MMA Member Meeting. Nominations for board membership to be voted upon may be made from the floor at the members meeting, providing the nominee gives consent.
2. Officers hold seats as Directors of the Board as long as they remain an Officer.
3. The individuals elected must be a current year MMA members to serve on the Board of Directors.
4. Board of Directors shall serve an unlimited term until resignation by that person or voted out by the existing Board of Directors.

Section 3 - Vacancies

1. Vacancies in one of the Directors positions will be filled by a vote of the majority of the members attending the meeting.
2. Said vacancy and election shall be posted on the MMA website for a minimum of two (2) weeks prior to the vacancy being filled.

Section 5 - Removal

1. A non-Officer Director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any non-Officer Director.
2. A seventy-five (75%) affirmative majority vote of the Board of Directors, excluding the Board member being considered for removal, is required to remove a Board member.
3. Officers can not be removed from the Board or Directors unless they are also removed as an Officer of the MMA.

ARTICLE IX PROCEDURAL POWERS

1. The board may enter into any agreement with other agencies provided said agreement is entered into in support of the general purposes and objectives of the Organization.
2. The board is empowered to receive funds in support of the MMA.

ARTICLE X SALARIES

1. The Board of Directors can hire and fix the compensation of any and all employees or subcontractors which they, in their discretion, may determine to be necessary to conduct the business of the MMA.

ARTICLE XI COMMITTEES

1. All committees of the MMA are created by the Board of Directors.
2. The Board of Directors will designate and approve all committee members.
3. The President will determine the scope of the committee's powers and term of such committee.
4. The Board of Directors will appoint a chairman of each committee who will serve at the discretion of the Board of Directors.
5. All committees report directly to the President
6. Advisory or other committees may be established by the board of director's as necessary.

ARTICLE XII DUES AND ORGANIZATION FINANCES

Section 1 - Dues

1. Dues for each subsequent year shall be set by the Board of Directors. A eighty percent (80%) affirmative majority vote of the Board of Directors is required to change current membership dues.

Section 2 - General

1. There will be a statement showing, in reasonable detail, the sources of income, manner of expenditures and any funds held in accounts presented bi-annually.
2. There will be at least two (2) authorizing signatures, one of which must be a member of the Board of Directors for all disbursements and expenditures. The President may designate additional individuals, including staff or other Members as authorized signatures.

ARTICLE XIII DISSOLUTION

1. Upon dissolution of the MMA, all funds and property remaining after paying or adequately providing for the debts and obligations of the MMA, shall be held in trust to relocate the MMA.
2. If such relocation is made unavailable for a period of two (2) years, all funds and property remaining will be distributed to another non-profit organization organized and existing for the general purposes and objectives of the MMA, as herein above stated.
3. In the case of dissolution, NO funds may be required to revert back to their source.

ARTICLE XIV AMENDMENTS

1. These By-Laws may be altered, amended, repealed or added to by an affirmative vote of no less than eight percent (80%) of the Board of Directors at any meeting of the Board of Directors, or any annual, regular or special membership meeting. Notice of any changes will be presented to membership for approving vote during the next scheduled MMA Members Meeting. Approved Bylaw changes will be placed under a 30 day protest period before considered revised or new MMA Bylaws. Notice of the proposed change will be posted on the MMA website at least two (2) weeks prior to said member meeting taking place.