

# PANHANDLE TRAIL RIDERS ASSOCIATION

## BY-LAWS

Adopted May 1994

Revised April 2007, Revised September 2008, Revised November 2012, Revised May 2022

### ARTICLE-1 Name

1.1 The name of the organization shall be the **PANHANDLE TRAIL RIDERS ASSOCIATION (PANTRA)**

### ARTICLE-1.1 ADDRESS

1.1 The address shall be PO Box 1662 Post Falls ID 83877 unless otherwise established by the board of directors. The Physical address will be the same as the agent of record with the State of Idaho.

### ARTICLE-1.2 RECORDS

1.1 The corporate records, including the incorporation document, tax status, minutes of membership and Board meetings shall be at the home or business address of the current secretary, or president.

### ARTICLE-2 PURPOSE

2.1 To provide an educational and recreational organization for owners/operators of off-road motorcycles to communication through regular meetings, a newsletter, website, and online group.

2.2 To help in the development and maintenance of both public and private lands for responsible off-road motorcycle recreation.

2.3 To provide a communication link between off-road motorcyclists, State legislators,

Regulatory agencies of State and Federal lands, and private landowners who allow off-road use for recreation purposes.

2.4 To organize volunteer groups for the clearing and maintaining of public trails

2.5 To announce organize volunteer projects, trail rides, camp-outs, meetings, and social gatherings agreed upon by the membership.

2.6 PANTRA is organized as a non-profit corporation pursuant to the Idaho Non-Profit Corporation Act, and within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect and as may be amended from time to time, as well as Idaho Code Annotated Section 30-30-302

2.7 No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized

and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise trying to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

## ARTICLE-3 MEMBERSHIP

3.1 Eligibility. Any person who supports off- road motorcycle recreation.

3.2 Regular membership shall be defined as any person who pays dues as set forth by the club and abides by the club By-Laws. The term of the membership shall be one year, with the dues assessed annually on January 1st. New member dues will not be prorated. Dues once paid are not refundable.

3.3 Good standing. All members shall be considered in good standing unless they are one month behind on membership dues. Any member not in good standing shall give up all voting rights and the privileges of membership.

3.4 Removal from good standing. Any member may be expelled for conduct unbecoming a member of the association by a majority vote of the board of directors. Any expelled member may request a review by the membership at the next monthly meeting and such a request shall be submitted to the members present for a vote. A two- thirds majority vote of the members present is required to re-instate the expelled member.

## ARTICLE –4 DUES

4.1 Individual membership. Dues for an individual shall be 20.00 per year. The individual member shall have one vote on association business and can participate in all activities and functions offered by the club.

4.2 Family membership. Dues for a family shall be 25.00 per year. Each family member shall have one vote on association business and can participate in all activities and functions offered by the club.

## ARTICLE –5 OFFICERS

5.1 The Board of Directors shall consist of four members as follows; the President, Vice President, Secretary and Treasurer. The terms of the office for officers and board members shall be one year. Any officer shall remain in the elected office until succeeded by a duly elected person for that office. Officers are eligible for re-election. The Board may fill vacancies in any office for the balance of the term upon

resignation of elected member, if approved by a majority of the Board. Any officer or board member may be removed from office without cause by a vote of two-thirds majority of those present at any regular meeting. Officers must be active members in good standing. The duty of the board of directors will be to keep the club confined to Article 2 of the bylaws, and execute the will the membership.

**5.2 President.** The President shall be the chief executive officer of the club and shall supervise and control the business affairs of the club. The president shall preside at all meetings of the club and of the Board of Directors.

**5.3 Vice President.** The Vice President shall assume all the duties of the President in his/her absence. The Vice President shall assist in all the Presidents duties and assume the position of President if the office is vacated. The Vice President shall be the Manager of Physical Assets.

**5.4 Secretary.** The Secretary shall keep a record of all meetings, read the minutes of the previous meetings, keep a roll of members, and carry on all correspondence for the association. The Secretary shall at the expiration of the term of office submit all club documents to the successor of the office

**5.5 Treasurer.** The Treasurer shall receive all monies paid to the association from all sources, keep an accurate account of all monies received and expended, pay all bills authorized by the Board of Directors, maintain association financial records and deliver a report at every monthly meeting. At the end of each fiscal year, the Treasurer shall submit a financial report to the membership. The fiscal year shall be January 1st to December 31st of each year. The Treasurer at the expiration of the term of office shall submit to the successor of the office all records and funds belonging to the association.

## ARTICLE-6 ELECTIONS

**6.1** Nominations for the office of President, Vice President, Secretary, and Treasure shall be accepted by the current Board starting Oct 15 and be voted on at the annual club holiday party or last function of membership for the calendar year.

**6.2** All nominees for office shall be contacted by a Board member to either accept or decline the nomination.

**6.3** Eligibility. All candidates for office shall be active members in good standing.

**6.4** Eligibility to vote. All Individual, Family, and Student members in good standing are eligible to vote.

**6.5** During the annual holiday party or last club function of the calendar year, the Board shall hold elections for the office of President, Vice President, Secretary, and Treasurer. Nominated individuals are allowed to run for every position, but only obtain one. The nominees willing to run for each position shall be voted upon by either written ballot or raise of hands as determined by motion at the election meeting, a candidate receiving a majority of the votes shall be declared elected. The voting order shall be, President, Vice President, Secretary, and Treasurer.

**6.6** All newly elected officers and Board members shall assume office on January 1st. The outgoing officers are obligated to assist new officers for a transition period of one month.

## ARTICLE-7 MEETINGS

7.1 Regular meetings shall be held on the second Wednesday of each month.

7.2 The order of business at the monthly meeting shall be as follows:

Call to order

Reading of minutes from previous meeting

Treasury report

Old business still open

New business

Announcements/Additional rides scheduled

Adjournment

## ARTICLE 8-ASSOCIATION PHYSICAL ASSETS

8.1 Ownership of Physical Assets. The association may from time to time procure Physical Assets for furthering the Purposes of the Association as delineated in Article 2. The Assets are separate from the funds in the Association Treasury. The membership shall determine the procurement or disposal of physical assets by a majority vote of the membership present at a regularly scheduled meeting. The Vice President shall be the Manager of Physical Assets.

8.2 Records of Physical Assets. The Association Vice President shall maintain an inventory of Physical Assets consisting of, a description of the asset, the initial value of the asset, . The Association Vice President shall maintain a record of the storage location of physical assets.

8.3 Storage of Physical Assets. The storage locations for the physical assets shall be reasonably secure from damage and theft and weather protected appropriate to the asset being stored

8.4 Maintenance of Physical Assets will be at the direction of the Board.

8.5 Use of Physical Assets. Physical Assets shall be used only by association members in good standing. Members wishing to utilize Physical Assets shall request use of the Asset from the Vice President or from the Board.

8.6 Disposal of Physical Assets. The membership shall determine by a majority vote of the membership present at a regularly scheduled meeting

## ARTICLE-9 AMENDMENTS

9.1 The association By-Laws may be amended at any regular monthly meeting, provided a written or verbal notice of the proposed amendment has been presented to the membership body at least one meeting prior to the vote.

9.2 Ratification of the proposed amendment requires a two-thirds majority vote of members in good standing in attendance.

## ARTICLE-10 LIABILITY

10.1 PANTRA will not assume any responsibility for injuries incurred by club members or non-members while engaged in association activities, or use of PANTRA Asset.

10.2 Any person engaging in association activities or using PANTRA Assets does so at their own risk.

## ARTICLE-11 ANNUAL INVENTORY

11.1 During the first regular meeting held in January, the association President shall submit in writing to the members present, a full report detailing the association property and assets.

## ARTICLE-12 EXPENDITURES EXCEEDING \$1,000.00

12.1 Expenditures exceeding the sum of \$1,000.00 for a single item must have a one month membership notification period prior to the call for a vote at the next regular meeting and approval at an Association meeting by majority vote of those members in good standing in attendance.

## ARTICLE-13 DISSOLUTION OF THE ASSOCIATION

13.3 Upon final dissolution of the association, all funds and assets shall be donated to one or more similar organizations that share the same purpose with that of PANTRA, and that are a 501 C3 Organization recognized by the IRS.

13.4 The organization(s) who would receive the assets and funds from PANTRA shall be determined by the Board of Directors and approved by a two-thirds majority vote of those members in good standing in attendance.

13.5 None of the assets or funds from PANTRA will be distributed to the individual members.