

***THE BYLAWS OF
THE VIRGINIA FOUR-WHEEL DRIVE ASSOCIATION***

REV. 03/2024

Page -1-

ARTICLE I – NAME

The name of the association shall be:

THE VIRGINIA FOUR WHEEL DRIVE ASSOCIATION, INC.

Hereinafter referred to as the VA4WDA.

The post office address of the registered office is PO Box 6612 Virginia Beach, Virginia 23456. The name of the county in which the registered office is located is Virginia Beach County. The name of the registered agent is Sandy Schneirla, who is a resident of Virginia and whose business office is the same as the registered office of the Corporation.

ARTICLE II - PURPOSE

The VA4WDA is a nonprofit association organized to foster four wheeling as a sport, keep members informed of legislative actions which would affect them, and to promote increased access to land both public and private.

ARTICLE III - OBJECTIVES

Section 1

- Establish and maintain an exchange of information between the association and its members.

Section 2

- Assist its members in resolving problems concerning four wheeling.

Section 3

- Work to cooperate with local, state, and national associations to solve problems that involve four wheelers.

Section 4

- Develop, coordinate, and promote ideals and practical applications for the safe and correct use of four wheel drive vehicles.

Section 5

- Establish a reliable information base in regard to the use of four-wheel drive vehicles and their impact on highways, off highway, land (both public and private) and the environment.

Section 6

- Inform its members of proposed and pending legislation which will affect four wheelers in the Commonwealth, as well as nationwide.

Section 7

- Examine existing legislation as it pertains to four wheelers, and actively work to change laws, which discriminate against four-wheel drive vehicles and their owners.

VA4WDA BYLAWS REV. 03/2024

Page -2-

Section 8

- Assist government agencies, local, state, and national, in formulating policy and legislation, which deals with land use, vehicle safety, and other four-wheel drive related issues.

Section 9

- Engage in legislative advocacy regarding any and all legislation, which would affect the activities of the members.

Section 10

- Promote the friendship and unity of four-wheel drive groups and individuals across the Commonwealth.

ARTICLE IV - FISCAL YEAR

The fiscal year shall be from January 01 to December 31.

ARTICLE V - MEMBERSHIP

There shall be two (2) classes of membership:
Business and Individual.

Section 1

- Business memberships shall include organizations / businesses who are interested in the promotion and growth of four wheeling. They shall be nonvoting and may not hold elective office unless they are also an individual member of VA4WDA.

Section 2

- Individual membership shall be unlimited and each individual is entitled to one vote. (Per ARTICLE VIII). Memberships can be recognized as individual or associated with a club.

Note: A club will be recognized by the VA4WDA provided their members are in good standing with the VA4WDA.

ARTICLE VI – DUES

All membership dues are covered in the Standard Operating Procedures.

ARTICLE VII - MEETINGS

Section 1

- The Association will hold at least one (1) general membership meeting annually. All general membership meetings will be open to the membership at large. Dates will be determined by a majority vote of the Board of Directors. Notice will be announced through the official VA4WDA newsletter or by posting on the official VA4WDA website and or by other electronic means.

VA4WDA BYLAWS REV. 03/2024

Page -3-

Section 2

- The Board of Directors will meet at least quarterly. Additional meetings will be held at the discretion of the members of the board.

Section 3

- All members of the VA4WDA are invited and welcome to all open meetings of the Board of Directors.

ARTICLE VIII - VOTING

Section 1

- Each member of VA4WDA (except business) is entitled to one (1) vote.

Section 2

- Proxy or absentee votes are prohibited (Exception: Mail in votes for the general election)

Section 3

- The President of VA4WDA may cast one (1) vote in order to break a tie.

ARTICLE IX - OFFICERS

The officers shall be: President, Vice-President, Treasurer, Secretary, three (3) Members-at-Large.

ARTICLE X - ELECTION OF OFFICERS

Section 1

- Nominees for office shall be members in good standing of VA4WDA. Nominees for office will be received during the Annual VA4WDA Meeting.

Section 2

- The President and Members-at-Large shall be elected on the even numbered years by a majority vote of the members' returned ballots.

Section 3

- The Vice-President, Secretary and Treasurer shall be elected on the odd-numbered years by a majority vote of the members' returned ballots.

Section 4

- Elections shall be held by mail and the ballots must be received within 30 days of publication. Each ballot must be received by post-marked envelope. The results will be published in the first proceeding edition of VA4WDA newsletter.

Section 5

- All terms of office shall be two (2) years.

Section 6

- Upon the resignation of any officer, that officer shall be replaced by nomination and a majority vote of the Board of Directors

ARTICLE XI - BOARD OF DIRECTORS

The Board of Directors is the governing body of the VA4WDA.

Section 1

- The Board of Directors shall consist of the President, Vice President, Treasurer, Secretary and all three members at large.

Section 2

- The Board of Directors shall control, direct, and manage the property, affairs, and business of the VA4WDA.

Section 3

- The Board of Directors in an emergency situation, wherein time is a factor, may conduct business by telephone, or other means as directed by the President. Any voting shall be confirmed in writing by the Secretary and entered into the official records of VA4WDA.

Section 4

- A simple majority of the Board of Directors shall constitute a quorum.

Section 5

- No officer shall receive compensation for any services he/she may render to VA4WDA; however, upon approval of the Board certain expenses incurred in performance of his/her duties may be reimbursed.

ARTICLE XII - OFFICIAL PUBLICATION

VA4WDA official publication shall be the newsletter.

ARTICLE XIII – AUTHORITY

All proceedings shall be governed by these Bylaws and the Operating Procedures. All meetings will be conducted by Roberts Rules of Order, revised.

ARTICLE XIV - AMENDMENTS

Section 1

- These bylaws, subject to Article XIV, Section II, may be amended by a 2/3 majority vote of the voting members present at any scheduled general membership meeting or by a 2/3 majority vote of the board at any board meeting, subject to approval at the next scheduled general membership meeting.

Section 2

- All members shall be notified of changes and or amendments to the Bylaws and or SOPs. Notice will be announced through the official VA4WDA newsletter or by posting on the official VA4WDA website or by other electronic means.

ARTICLE XV - DISSOLUTION

Upon Resolution to Dissolve voluntarily or decree ordering involuntary liquidation, the assets of VA4WDA shall be distributed to a charity or organization to be determined by a vote of the Board of Directors, in accordance with the laws of the Commonwealth.

Revised 3-16-2024

- President: Jesse L Schneirla
- Vice President: Sandy Schneirla
- Secretary: Paul Szabo
- Treasurer: Russ Murphy
- Member at Large #1: John Nachman
- Member at Large #2: Chad Thompson
- Member at Large #3: Vacant

THE OPERATING PROCEDURES
For
THE VIRGINIA FOUR WHEEL DRIVE ASSOCIATION, INC.
Addressing the Following Articles

REV. 03/2024

Page -1-

ARTICLE V - MEMBERSHIP

Section 1: Business Membership

- Business membership shall include those organizations or individuals, which support the purposes and objectives of the VA4WDA. This membership shall run annually from receipt of dues.
- Business members shall receive:
 - Privilege of participating or displaying products at VA4WDA functions.
 - Up to four (4) half pages, annually, of advertisement in the VA4WDA newsletter upon approval of the Board of Directors.
 - A subscription to the VA4WDA newsletter and special alerts.
 - Place two Business decals on the VA4WDA event trailer, to be approved by the VA4WDA BOD.
 - Four entrances to VA4WDA sponsored events at VA4WDA member pricing.
- Upon acceptance as a Business member:
 - VA4WDA has the right to include information once (1) annually in the Business member's mailing.
 - Business members may attend Board of Director meetings, but shall not vote.
 - Business members shall not hold elective office.
 - All Business memberships are to be approved by the Board of Directors.

Section 2: Individual

- Individuals may join the VA4WDA with proper receipt of dues.
- Individuals in good standing are entitled to one (1) vote.
- Individuals will have access to the VA4WDA newsletter and any special alerts as published or posted on the official VA4WDA website or by other electronic means.
- Individual members may elect to be recognized under a club affiliation.

ARTICLE VI - DUES

- VA4WDA Business membership dues will be one hundred dollars (\$100.00) per year. Renewal of membership will be on the anniversary of acceptance.
- VA4WDA Individual membership dues will be fifteen dollars (\$15.00) per person per year. Renewal of individual dues on the anniversary of membership to the VA4WDA, or the anniversary of the club affiliation.

- The VA4WDA may, in addition to its membership dues, collect dues for membership to the Blue Ribbon Coalition and United Four Wheel Drive Association and upon receipt of said dues will disburse accordingly.
- All dues are non-refundable and will not be pro-rated.

ARTICLE IX - OFFICERS

Section 1

- The President shall preside at all meetings, carry out the policies and decisions of the members, shall appoint such committees as deemed necessary to carry out the objectives of VA4WDA, remove persons from committees for nonperformance of duties upon approval of the Board of Directors and shall co-sign checks with the Treasurer when practical. He / She shall vote only when there is a tie.

Section 2

- The Vice President shall assist the President. The Vice President shall be the coordinator of all committees, requesting reports from each committee on a regular basis. The Vice President shall fulfill the duties of the President in his/her absence.

Section 3

- The Treasurer shall receive all monies, issue receipts, make bank deposits, write all checks and submit them to the President for approval and/or signature. No monies in excess of two hundred dollars (\$200.00) shall be disbursed without approval of the Board. He/She shall maintain a complete bookkeeping record of all funds of VA4WDA, shall prepare a current financial report denoting all receipts and expenditures for presentation to the Board of Directors and members, prepare an annual summary and cause the books to be audited at the end of each fiscal year, and shall sign checks with the President. The treasurer will be responsible for operating under a balanced budget as designed by the Board of Directors. The Treasurer shall be bonded in the amount of the annual budget or the liquid assets, whichever is greater.

Section 4

- The Recording Secretary shall record the minutes of all meetings and normal correspondence of the Board of Directors.

Section 5

- The Members-at-Large shall assist in the control and management of VA4WDA. They shall assist the President on special assignments, as the President deems necessary. The President may designate one (1) or more of the Members-at-Large as the principal communicators and liaisons for the Individual and/or Club membership class and to act as their voice at all regular meetings.

Section 6

- All members of the Board of Directors will submit articles and information for publication in the newsletter.

ARTICLE X - ELECTION OF OFFICERS

- Nominees for office must be members of VA4WDA in good standing. Nominations may be made in two (2) ways:
- Nominees may submit a letter of interest on or before the annual meeting or
- Nominees may be nominated from the floor during the said meeting. If they are not present, it will be the person who nominated them who is responsible for seeing that a signed letter of interest and/or acceptance of nomination is forwarded to the Board by a date, which is set to the Board.

ARTICLE XII - OFFICAL PUBLICATION

- The newsletter will be made available by hard copy or by a modified electronic version to all members in good standing.

EDITOR OF VA4WDA NEWSLETTER

- Shall be appointed by the President and confirmed by majority vote of the Board of Directors.
- Term shall run concurrent with the President's.
- Responsible for a newsletter reflective of the VA4WDA.
- The newsletter shall be called *Four Wheeling in Virginia*.

LAND USE DIRECTOR AND COMMITTEE RESPONSIBILITIES

- Shall be appointed by the President and confirmed by majority vote of the Board of Directors.
- Land Use Director appoints and directs the committee that assists with the following tasks:
 - Contact the US Park Service, US Forest Service, State Politicians, and Membered clubs for updates on land use projects, bills, laws, closures, and how we can help. Attend their meetings.
 - Submit content for the quarterly newsletter.
 - Attend the VA4WDA monthly meetings/events and report updates to the BOD.
 - Apply for grants thru other entities and track the payments as they pertain to our events.
 - Receive paperwork for grants applications from our clubs and present to the BOD for approval.
 - Schedule and coordinate land use projects.
 - This position is volunteer, appointed by the Board of Directors, and follows the Vice President's term of office.