



NEW
HAMPSHIRE

**SNOWMOBILE
ASSOCIATION**

Constitution and By-Laws

May 21, 2016

**NEW HAMPSHIRE SNOWMOBILE ASSOCIATION
CONSTITUTION AND BY-LAWS**

ARTICLE I - NAME

- A. The name of the organization shall be the New Hampshire Snowmobile Association Incorporated and shall be a registered non-profit organization.

ARTICLE II - PURPOSE

- A. To promote and foster snowmobiling as a sport and recreation for its members.
- B. To aid and guide in the enacting of sensible legislation governing snow traveling vehicles and related activities.
- C. To exchange ideas, trail information, group activities and information pertinent to the welfare of snowmobiling.
- D. To create and maintain, mark and map a system of trails for the use of snowmobiles.
- E. To educate its members on good conduct, sportsmanship, safety and conservation practices.
- F. To publish the newsletter, "Sno-Traveler," of which a copy of each issue shall be sent to each member of the New Hampshire Snowmobile Association (NHSA).
- G. To promote snowmobile tourism in New Hampshire.

ARTICLE III- MEMBERSHIP

- A. Any Snowmobile Club within the State of New Hampshire, duly organized and incorporated with compatible intents and purposes, is eligible for membership, upon acceptance of its By-Laws by the Board of Directors.
- B. Membership Category
 - 1. Club Affiliated Membership
 - a. Single membership, 18 years of age and older.
 - b. Family membership, including children under 18 years of age.
 - c. Junior membership, from the age of 12 years to the last day of the 17th year of the child. (May 2016)
 - 2. Contributor/Dealer membership will be open to any business or organization having an interest in furthering the sport of snowmobiling.
- C. Membership of any person may be revoked for just cause by a majority vote of the Board of Directors.
- D. Any member, or applicant for membership, shall not be discriminated against for reasons of race, color, creed, age or sex.
- E. No member or employee shall contract any debts for or against the New Hampshire Snowmobile Association without first being authorized to do so by the majority vote of the Board of Directors at any regular meeting.

ARTICLE IV - ORGANIZATION

Note: When circumstances dictate, any wording that applies to male may be substituted to apply to female.

GENERAL - The Association shall be governed by a Board of Directors. Executive Officers upon election shall be members of the Board of Directors. It shall be the duty of the Board of Directors to carry out the wishes of the majority of the Membership. All Board of Directors members shall be members in good standing of the New Hampshire Snowmobile Association.

1. Conflict of Interest - Any possible conflict of interest on the part of any member of the Board, officer or employee of the Corporation, shall be disclosed in writing to the Board and make a matter of record through an annual procedure and also when the interest involves a specific issue before the Board. When the transaction involving a board member, trustee or officer exceeds five hundred (\$500.00) but is less than five thousand dollars (\$5,000.00) in a fiscal year, a two-thirds vote of the disinterested directors is required. Where the transaction involved exceeds five thousand dollars (\$5,000.00) in a fiscal year, and then a two-thirds vote of the disinterested directors and publication in the required newspaper is required. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting, and the actual vote itself. Every new member of the Board will be advised of this policy upon entering the duties of his or her office, and shall sign a statement acknowledging understanding of an agreement to this policy. The Board will comply with all requirements of New Hampshire law in this area and the New Hampshire requirements are incorporated into and made part of this policy statement.

A. DUTIES

1. The President shall appoint necessary committees. He shall not be a member of the nominating committee, but he shall be an ex-officio (non-voting) member of all other committees and a member of the Advisory Board. He shall have such power and perform such duties as may normally be incident to the office of the President of any organization. The President, as the chief elected official, will be responsible for conducting all meetings of the association in a business-like manner. The President may speak on a motion, but shall not introduce a motion or second a motion unless he relinquishes the chair to another officer. The President may vote in the event of a tie vote or in the case of a majority vote of 1 or vote on a secret ballot of the Association.
2. The Vice-President will assist the President in the discharge of his duties and shall preside in the absence of the President. He shall also be State Membership Chairman with power to appoint other members to assist him.
3. The Secretary shall submit a copy of the minutes of the previous meeting to all board members. The Secretary will read all matters to be acted upon when requested to do so, call the roll of the Association when necessary, sign his name to the minutes and authenticate by his signature alone, or in connection with that of the presiding officer, all acts, orders and proceedings of the Association. He shall supervise a printed Annual Report for distribution to members at the Annual Meeting. In the absence of the President or Vice-President, it is his duty to call the meeting to order and to occupy the chair until a chairman protemp is elected.

4. The Treasurer shall account for all monies accruing to the Association. He shall pay all obligations as directed by the Board of Directors and keep a true and complete record of all financial transactions and make reports at all meetings. The accounts shall be audited each year by a recognized public accountant and a report printed by March 1 to be distributed to the members at the Annual Meeting.
5. Each County Director shall carry out the wishes of the group, which he represents, to the best of his ability in keeping with the interests and purposes of the Association. He shall keep his group informed as to the activities of the Association, at least four times a year and will forward to the President all information helpful or harmful to the sport of snowmobiling that may come to his attention.
6. The Contributor/Dealer shall communicate with his respective segment at least twice a year.

B. EXECUTIVE OFFICERS - Executive Officers shall include the President, Vice President, Secretary, Treasurer, and Immediate Past President. Each Executive officer shall be a resident of the State of New Hampshire.

1. **Requirements** - Any person running for the office of President or Vice President of the New Hampshire Snowmobile Association must be qualified by serving two (2) years, consecutive or nonconsecutive terms on the NHSA Board of Directors.

2. **Terms** - All executive officers shall serve for a term of one year beginning July 1st. All officers, whether elected or appointed by the Board of Directors to fill a vacancy, shall serve until June 30. Should the office of President become vacant, the Vice-President shall serve as President for the rest of the unexpired term. An election shall be held by the Board of Directors for a Vice-President to fill the unexpired term of office. If a vacancy occurs, the President will appoint a secretary or treasurer to fill the unexpired term. No officer except the secretary and/or treasurer may hold the same office for a period of more than three (3) consecutive terms but may be re-elected after one (1) year of non-service.

3. **Elections** - At the Annual Meeting there shall be an election of officers by the delegates present. A nominating committee appointed by the New Hampshire Snowmobile Association Board of Directors will present to the membership no later than sixty (60) days prior to the Annual Meeting, a slate of candidates for Executive Officers. All nominations by petition shall be presented on NHSA form P-1, and shall contain twenty-five (25) or more signatures of New Hampshire Snowmobile Association members in good standing on or before March 1st of that same year, shall be accompanied by a letter of acceptance from the candidate, and shall be filed at the New Hampshire Snowmobile Association office no later than 4pm on March 1st of the same year. A majority of fifty percent (50%) plus one (1) of the votes cast will be necessary to win. Run-off elections may be necessary to establish a majority. The newly elected officers will be presented to the membership at the Annual Meeting. (May 2016)

C. BOARD OF DIRECTORS - The Board of Directors shall consist of the Executive Officers and eleven (11) Directors: one for each county (10); and one Contributor/ Dealer Director (any business, dealer or organization having an interest in furthering the sport of snowmobiling).

1. COUNTY DIRECTOR

- a. Each County Director shall be a resident of the state of New Hampshire, a member in good standing in NHSA and a member of a club within the county he represents and the club shall be a member of the New Hampshire Snowmobile Association. County directors shall be elected by members from their respective counties for a two-year term at a county meeting held no later than thirty (30) days prior to the Annual Meeting of the New Hampshire Snowmobile Association. Directors will be elected every 2 years.

<u>Odd Years</u>	<u>Even Years</u>
Belknap	Grafton
Carroll	Merrimack
Cheshire	Rockingham
Coos	Strafford
Hillsboro	Sullivan

- b. Vacancies of the county Directors will be filled by election by New Hampshire Snowmobile Association members in their respective counties. All elections of County Directors to fill vacancies will be for the unexpired term of said County Director. This is to be done within sixty (60) days after the vacancy of the County Director. After sixty (60) days, if no election has been held, the Board of Directors will appoint a county director to fill said vacancy.

- c. Any County Director may be removed for just cause by a 2/3 vote of the New Hampshire Snowmobile Association members of their respective counties present at a county meeting, providing, however, a petition signed by two officers each of a majority of the clubs in said county is received by the Board of Directors and that all respective county clubs and County Director are notified by the New Hampshire Snowmobile Association office no later than fifteen (15) days prior to said County Meeting.
2. **OTHER DIRECTORS** - Shall be elected by the delegates at the Annual Meeting from a slate of candidates presented by the nominating committee.
 - a. The Contributor/Dealer Director shall serve a two (2) year term. They shall be a member in good standing in the NHSA. They will be elected every two (2) years in even years.
 - b. All vacancies will be filled by appointment by the Board of Directors until the next Annual meeting. At this time, a Director will be elected to fill the remaining unexpired term.
 - c. Assistant Directors shall be voted or selected by the County Director or the respective County. They shall be a member in good standing in the NHSA. The Assistant's term shall run concurrent with the Directors term.
 - d. The Assistant Director shall assume all duties of the Director in his absence regardless of residency.

D. ADVISORY BOARD - An Advisory Board shall be made up of all Past Presidents of the New Hampshire Snowmobile Association who wish to serve but not to exceed the number on the Board of Directors. In the event there are less than three (3) members serving on the Advisory Board, the Board of Directors may elect the necessary number of members to equal the minimum of three members from a slate of candidates of past directors submitted by the nominating committee. The Advisory Board shall have a minimum of one meeting annually. The meeting will elect a Chairman and meet with the Executive Officers to review and plan the future direction of the New Hampshire Snowmobile Association. This meeting will be held on or before 31st July each year. Other meetings may be called by the Chair or the President of the New Hampshire Snowmobile Association.

1. It shall be the duty of the Advisory Board to assist the officers and directors in a consulting capacity to implement the purpose of the Association.

E. PETTY CASH FUND - Treasurer shall maintain a sum not to exceed One Hundred Twenty-Five Dollars (\$125.00) known as a "petty cash" fund.

F. RULES - The Association business shall be governed by the New Hampshire Snowmobile Association Rules of Business attached hereto when not in conflict with the Constitution and By-Laws.

ARTICLE V - MEETING

- A. A minimum of fifty (50) delegates in good standing shall constitute a quorum at the Annual and any Special General Meeting.
- B. A minimum of five (5) members shall constitute a quorum at any meeting of the Board of Directors.
- C. The Annual Meeting shall be held in April or May at a time and place selected by the Officers and Board of Directors with sixty (60) days written notice given to the membership.
- D. Board of Directors meetings shall be held monthly unless voted otherwise by the Board at a regular meeting of the Board.
- E. No alcoholic beverage will be permitted to be consumed during any business meeting.
- F. A parliamentarian may be appointed at the discretion of the presiding officer at the Annual Meeting or on motion duly made and seconded by any member of the Association. Duties of said parliamentarian shall be advisory only, the President shall rule.
- G. Robert's Rules of Parliamentary Law will prevail when not in conflict with the Constitution and By-Laws. Robert Rules of Parliamentary Law shall be the guideline for conducting all meetings of the Association.
- H. Special meetings of the Board of Directors may be called by the President. All Executive Officers, Directors, Assistant Directors and members of the Advisory Board shall be notified of the time, place and purpose of the meeting at least twentyfour (24) hours before the Special Meeting. Emergency meetings may be called at the request of seven (7) or more Directors when deemed necessary due to legislation, provided the President or Vice-President is available to conduct it without prior notice being given.

ARTICLE V-MEETING continued:

- I. Voting at all annual and special meeting of the New Hampshire Snowmobile Association Inc. shall be done by the following guidelines:
 1. Delegates from the member clubs of the New Hampshire Snowmobile Association allowed to vote must have been a member on or before March 1st of that year. The number of delegates available to each NHSA club will be based on the number of members eighteen (18) years and older as of March 1st of this year. (May 2016)
 2. Delegates from the Contributor/Dealer Membership of the New Hampshire Snowmobile Association allowed to vote must have been a member on or before March 1st of that year. The number of delegates available shall be based on the number of members belonging to the group as of March 1st of this year. (May 2016)
 3. Delegates shall be elected by individual snowmobile clubs, dealers, and contributor members as follows:
 - a. Two delegates for the first two to one hundred members
 - b. One delegate for each additional one hundred members

For example:

2 - 100 members = 2 delegates
101 - 200 members = 3 delegates
201 - 300 members = 4 delegates
 4. All Directors, Officers and Past Presidents will have the same voting privileges as delegates. (May 2016)

ARTICLE VI - DUES

- A. All dues for membership will be payable on or before July 1 annually. Said dues when paid will constitute a member in good standing providing such member has not voluntarily withdrawn from membership, nor has been expelled or suspended after appropriate proceedings consistent with the lawful provisions of the constitution and bylaws. (April 2015)
- B. Only delegates with dues paid will be entitled to vote at any meeting.
- C. Only members in good standing will be eligible to hold any office or be appointed to serve on any committee when duly elected or appointed.
- D. The Board of Directors may propose a revision of the dues schedule to be acted on by the membership at any annual meeting. Notice of such revision to be given at least thirty (30) days prior to the annual meeting. Such revision shall take effect the following July 1st.

ARTICLE VII - AMENDMENTS

- A. Amendments to these By-Laws may be submitted to the Association membership on vote of the Board of Directors or on petition signed by at least two (2) members in good standing from a majority of the clubs within the respective county and then submitted to the By-Laws Committee ninety (90) days prior to the Annual meeting or special meeting.
- B. Proposed changes shall be submitted to the members in writing at least sixty (60) days prior to the Annual Meeting or at least thirty (30) days before any special meeting of the general membership at which a vote is to be taken.
- C. A 2/3 majority of delegates present at any annual or special meeting shall be required to amend the By-Laws.

CURRENT
BYLAWS

APPROVAL OF BY-LAWS
NEW HAMPSHIRE SNOWMOBILE ASSOCIATION

The By-Laws of the New Hampshire Snowmobile Association as stated herein, were accepted and approved by a majority vote at the Annual Meeting of the New Hampshire Snowmobile Association held on the 21st day of May in the year of 2016 and are effective as of this date.

THIS VOTE MAKES ALL PREVIOUS NEW HAMPSHIRE SNOWMOBILE ASSOCIATION BY-LAWS, NULL AND VOID.

CURRENT
BYLAWS