

BLACK SHEEP FOUR WHEEL DRIVE CLUB

REVISED BY-LAWS

[As Adopted in Total by Vote of the Club Membership on April 5, 2022]

ARTICLE 1 – NAME

The name of this organization is and shall remain the BLACK SHEEP FOUR WHEEL DRIVE CLUB.

ARTICLE 2 – PURPOSES AND AIMS

The BLACK SHEEP FOUR WHEEL DRIVE CLUB (hereinafter "BLACK SHEEP") is and shall remain an unincorporated social and recreational association, non-profit in character pursuant to Internal Revenue Code section 501(c)(7) and California Revenue and Taxation Code section 23701(g). The purpose of the BLACK SHEEP shall be to organize four-wheel drive events and other group activities, encourage safe and responsible off-highway land use, educate drivers on the off-road capabilities of their vehicles, and support the CALIFORNIA FOUR WHEEL DRIVE ASSOCIATION, INC. (hereinafter "CAL4WHEEL") and abide by CAL4WHEEL's By-Laws and procedures.

ARTICLE 3 – MEMBERSHIP, DUES AND CLUB EXPENSES

1. Membership in the BLACK SHEEP shall be limited to 35 voting members. Any Member may bring guests to club events, who shall be that Member's responsibility throughout said events.
2. Membership shall only be available to a person owning a properly equipped four-wheel drive vehicle as more fully described in Article 7.
3. In order to become a member an individual must belong to CAL4 and submit a membership application. After applying, the prospective member must complete the 3&3 tracking form supplied by the club by attending three (3) club meetings and three (3) club runs within one year, of which two (2) club runs must be of the off-road type. Club runs are defined as off-road trail runs, rock crawls, overnights, snow runs, club sponsored classes and seminars, parades, car washes, fundraisers, and club service projects.
4. Prospective members who have met all membership requirements shall be presented to the club at a monthly meeting and their names shall be listed in the meeting minutes and on club maintained social media 30 days prior to the actual vote. This is to provide all existing members and prospects with the opportunity to meet and become acquainted before the vote if they have not done so already. Membership votes shall be taken in private by any means (i.e. electronic means, secret paper ballot) and at any time (i.e. club meeting time or outside normal meeting schedule) and on a time table chosen by the membership and deemed appropriate by the president.

5. All members must belong to CAL4WHEEL. The failure of any new member to join CAL4WHEEL upon induction into the BLACK SHEEP or the failure of any voting member to renew CAL4WHEEL membership when due shall result in termination of club membership without further action or vote by the club.
6. The minimum age for club members shall be 18 years.
7. All members and guests operating vehicles at any club run or event shall have a valid driver's license if required by law at that location, automobile liability insurance or proof of financial responsibility to the extent that may be required by California law, and the required safety equipment described in Article 7.
8. Members must attend a minimum of three (3) club meetings and three (3) club runs per calendar year or are subject to being voted out by majority vote due to inactivity. This is necessary to allow other interested and qualified individuals to join. Any motion to remove a member due to inadequate participation shall be made at least 30 days prior to the actual vote to give all interested parties a full and fair opportunity to speak and respond.
9. Members may belong to more than one four-wheel drive club. However, if an individual is already a member of another four-wheel drive club when inducted into the BLACK SHEEP the BLACK SHEEP will be classified as the secondary club with the first four-wheel drive club designated as that individual's primary club. CAL4WHEEL dues shall be paid either through a member's primary club if that club collects CAL4WHEEL dues on behalf of its members or directly to CAL4WHEEL if the primary club does not provide that service for its members.
10. Spouses of BLACK SHEEP Members shall be known as Auxiliary Members and are not eligible to vote.
11. BLACK SHEEP annual membership dues are \$10.00, payable at the March meeting.
12. The Club shall maintain \$150.00 in petty cash to be used for miscellaneous routine expenses such as Post Office box rent, office supplies, photocopies, etc. All other expenditures from Club funds shall be approved by majority vote. All funds except the petty cash fund shall be kept in an account at a FDIC insured institution.

ARTICLE 4 – MEETINGS

1. Club meetings shall be held on the first Tuesday of every month at 7:00 p.m. at Good Times Pizza in Palo Cedro CA or such other location as the Club may choose by majority vote should the need arise to permanently change the regular meeting location.
2. The Club shall hold an Annual Meeting in April of each year in conjunction with the regular monthly meeting. As set forth in Articles 5 and 6, the purpose of the annual meeting is to elect Club officers.
3. A quorum must be present for the Club to conduct official business. A quorum is defined as the presence of 50% of the total voting membership plus one member. By way of example, if the total voting membership is 25 individuals a quorum would be 13 voting members present. By way of further example, if the total voting membership is 34 individuals a quorum would be 18 voting members present. If a quorum is not achieved a meeting may still take place but no official business may be conducted and no voting may occur.
4. As set forth in Article 5, the Club President shall preside at all Club meetings including the Annual meeting. The Club President shall have discretion as to meeting format, however in the event of any disagreement over how meetings are conducted, Robert's Rules of Order shall be followed to the extent possible.
5. It is each member's responsibility to inform themselves of all actions taken by the Club at meetings regardless of whether that member was present. The Club President or his/her designee shall notify all members in advance of meetings, runs and Club events.
6. At times the club cannot conduct all of our business with in-person meetings. This proposal is a changing of words throughout these Bylaws to allow for the use of Video Conference meetings or in some cases email to conduct business, by majority vote of the board. The proposal includes the ability to vote officers and Bylaws electronically.

ARTICLE 5 – OFFICERS AND DUTIES

1. The officers of the BLACK SHEEP FOUR WHEEL DRIVE CLUB are President, Vice-President, Secretary, and Treasurer.

A. The **President** shall be the executive officer and preside at all meetings, coordinate all club runs, events and activities and shall have the duty of carrying out the policies and decisions of the voting members.

B. The **Vice-President** shall assist the President and shall act on his/her behalf in the event the President is absent or unable to participate. The Vice-President is also responsible for maintaining the club membership roster and ordering and distributing all club merchandise.

C. The **Secretary** shall record all minutes of the meetings, maintain the records of the club, write any correspondence as directed, and sign checks for approved club expenses as necessary. The Secretary shall also maintain a true and accurate copy of the most recent revision of the BLACK SHEEP By-Laws and make the document available to club officers and club members upon request, as well as provide a copy to the Cal4Wheel Drive office.

D. The **Treasurer** shall receive all monies, be responsible for deposits to Club bank accounts, disburse funds and sign checks for approved club expenses as authorized, and have the books and records of the Club for inspection by authorized auditors and club members upon reasonable notice.

2. In addition to the Club Officers, the following positions shall be elected each year at the Club Annual Meeting or appointed on an interim basis by the Club President if the positions are vacant with the advice and consent of the club membership.

A. **CAL4WHEEL Delegate**, who shall attend all CAL4WHEEL North District meetings and the CAL4WHEEL annual meeting and report to club members at the next regularly scheduled monthly BLACK SHEEP meeting. He/she shall have the discretion and authority to make decisions on behalf of the BLACK SHEEP at CAL4WHEEL meetings and vote on behalf of the club unless previously instructed by the club as to topics or issues.

B. **SAFETY OFFICER(S)**, up to two club members with co-equal authority who shall ensure that every vehicle participating in any club run or event conforms to the minimum vehicle requirements set forth in Article 7 and that all participants comply with basic safety procedures and practices, trail etiquette, and the principles of Tread Lightly.

C. **SPONSORSHIP COORDINATOR**, who at the direction of the president shall be responsible for collection of products and/or money to be used for events hosted by the club. The coordinator will manage all communications with sponsors/donors, manage all tangible donations, and coordinate with the treasurer with monetary donations.

ARTICLE 5.1 – SHASTA CHAPPIE OHV COMMITTEE

1. CHAPPIE SHASTA OHV COMMITTEE

Establish a 3-person committee to lead the development of the OHV park

A. Committee membership

The committee will be a 3-person board consisting of 2 founding members and a third club elected member. The 2 founding members may serve indefinitely and or until which time they deem satisfied with the direction of the committee, and the 3rd and subsequently replaced 2 founding member positions will serve 2-year terms.

2. PURPOSE AND DUTIES

A. The purpose of the committee is to develop a good working relationship with the BLM and manage, design, construct and direct the operations to improve the off-road opportunities at the OHV park.

B. The committee will have sole responsibility to communicate with BLM.

C. The committee will be responsible for their own budget, and fundraising. If the committee requests funds from the club general fund it will be supported with documentation for the purpose or expense. The club will then have the option to vote to support the request.

D. The committee will decide when and how the club general membership may be needed or used to further the goals of development at the park.

ARTICLE 6 – ELECTION OF OFFICERS, VOTING, AND AMENDMENTS TO BY-LAWS

1. Elections of club officers shall be held in April of each year at the club Annual Meeting. Nominations for officers will be accepted from the club membership at the March club meeting. A member must be present to be nominated.

2. Officers shall serve no more than two consecutive 12-month terms in the same Board Position after which one year must pass before holding that elected club office again, except that a former club officer may serve as CAL4WHEEL Delegate during said one-year period.

3. A quorum is required for the election of club officers. If a quorum is not obtained at the Annual Meeting, the vote will be postponed to the next monthly meeting where a quorum is present.

4. Club officers may be removed from office for cause by a majority of voting members, however such removal shall require a motion to put the matter to a vote at least 30 days prior

to the actual vote in order to give all interested parties a full and fair opportunity to speak and respond and any officer subject to a motion for removal shall have the opportunity to address the membership at a regularly scheduled club meeting before any vote may be taken.

5. Proposals to amend BLACK SHEEP By-Laws shall be voted upon with the full text of the proposed changes to be published in the meeting minutes and also on Club members-only social media platforms at least 30 days prior to the vote.

ARTICLE 7 – MINIMUM VEHICLE REQUIREMENTS

1. All vehicles participating in any BLACK SHEEP club run or event are subject to inspection by the club Safety Officer(s) and/or the Trail Boss for that run or event. The Safety Officer and/or Trail Boss may also, at his or her discretion, require all participating drivers to show proof of valid driver's license and automobile liability insurance/proof of financial responsibility.

2. The purpose of the vehicle inspection is to ensure that every participating vehicle is trail worthy and is properly equipped with the minimum required equipment listed below. One warning/exception may be issued for non-compliant vehicles at the sole discretion of the Safety Officer(s) and Trail Boss, after which a non-compliant vehicle shall be restricted from all club events until such time that it passes inspection.

3. The minimum vehicle requirements are based upon the CAL4WHEEL Safety Requirements published in *In Gear Magazine* and other CAL4WHEEL publications plus the additional requirement of a working Citizen's Band radio or GMRS radio.

4. All vehicles participating in BLACK SHEEP club runs and events must be maintained to conform to applicable highway safety standards as well as meet the minimum requirements listed below:

- a. Roll bar or full cage or factory installed hard top.
- b. Emergency brake, parking brake, line-lock or other redundant braking system.
- c. Tow strap or tow rope (recommended WLL no less than 2X the vehicle weight).
- d. First aid kit.
- e. Jack capable of lifting the vehicle and a tool capable of removing the lug nuts.
- f. Spare tire within 3" diameter of other tires, or for tires 37" or larger, run-flats or tools to repair/re-inflate tire.
- g. Fire extinguisher with gauge indicating good/full, appropriately stored.
- h. Seat belts for all passengers.
- i. Antennas must be rigid or restrained in a manner to prevent injuries.
- j. Adequate attachment/recovery points front and rear, i.e., tow hooks, receiver, etc. (Tow balls are not acceptable attachment points.)
- k. Battery hold downs. (No bungee cords.)
- l. Citizens Band radio or GMRS radio in working condition, able to transmit clearly and receive.

ARTICLE 8 – TRAIL ETIQUETTE

1. The assigned Trail Boss will be the lead vehicle on the trail unless he/she designates another club member to lead.
2. Do not follow other vehicles too closely to avoid being hit with rocks or debris or being unable to adjust for an obstacle.
3. Wait for the vehicle in front of you to reach the top of a hill or the end of an obstacle before proceeding in order to allow the lead vehicle to re-attempt that hill or obstacle if necessary.
4. After reaching the top of a hill or end of an obstacle pull forward far enough before stopping to allow the vehicles following you to reach the safety point or turn out.
5. Wait at every turn or fork in the road until you are certain that the vehicle behind you has seen you and knows where to go.
6. Always try to stay within sight of the vehicle in front of you and keep pace with the group. If you can't see the vehicle in front of you or need to stop for any reason use your CB radio to let the group know and follow any instructions from the Trail Boss.
7. DO NOT LITTER. If you pack it in, pack it out. Adhere to the principles of LEAVE NO TRACE to every extent possible.
8. Always TREAD LIGHTLY. Stay on the road or trail. Hot exhaust gasses can and do start fires in dry grass or other vegetation.
9. Dogs are allowed on most, but not all trails. Check with the Trail Boss. All dog owners must always keep their dogs under their control. If your dog would rather fight than behave - leave it at home. If your dog is not kept under control you will be asked not to bring it to future club events and in serious instances you may be asked by the Trail Boss or a club officer to immediately leave the event and take your dog home.
10. Club events involving overnight camping require courtesy in order to be successful. This is a family club. Racing through camp, loud boom boxes, rude or anti-social behavior, etc. will not be tolerated if bothersome to others in the group or if it tends to injure the Club's image or reputation.

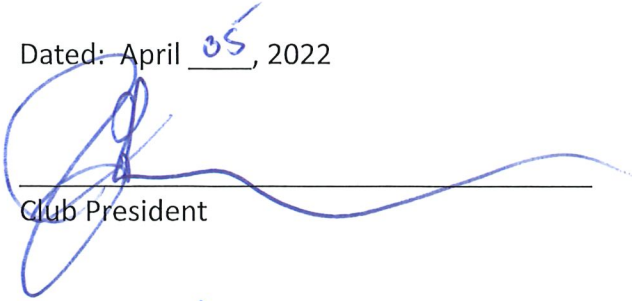
ARTICLE 9 – THE BELL

1. If at any time during a club run a member requires assistance or tools from another member, the member receiving assistance will earn "The Bell" - a cow bell that must be attached to the outside of the assisted club member's vehicle where it shall remain until another member earns it or until the next monthly meeting, whichever occurs first. (This applies only if the Bell is present at the run.) The Bell is intended to be all in fun and to build camaraderie and club spirit, not to discourage asking for help. It is a BLACK SHEEP tradition.

CERTIFICATION OF BLACK SHEEP FOUR WHEEL DRIVE CLUB REVISED BY-LAWS

The undersigned officers of the Black Sheep Four Wheel Drive Club as of the date set forth below hereby certify that the foregoing Black Sheep Four Wheel Drive Club Revised By-Laws were adopted in total by vote of the Club Membership on April 5, 2022.

Dated: April 05, 2022



Club President



Club Secretary