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Article I: Purpose

The purpose of A.B.A.T.E (American Bikers Aiming Towards Education) is to preserve the individual rights and freedoms of the road; to unite motorcyclists and motorcycle rights supporters in a brotherhood; to promote fair legislation, safety and rider education; and to provide a network for communication on issues affecting motorcyclists.

1.1 The principal office of A.B.A.T.E OF UTAH, A GROUP OF CONCERNED MOTORCYCLISTS, INC. (Herein after referred to as "ABATE of Utah") for the transaction of its business is located at P.O. Box 213 Roy, UT 84067

1.2 ABATE of Utah may also have auxiliary offices within the State of Utah, where it is qualified to do business, as its business may require and as the Central Committee may from time to time designate.

Article II: Membership

2.1 Applicants must be at least 18 years of age and shall be admitted to membership upon making application in writing to ABATE of Utah and payment of the annual dues. Chapter Officers may refuse membership to an applicant.

2.2 All members will have a vote in organizational actions through their Central Committee representatives.

2.3 No member of ABATE of Utah shall be held personally responsible for the debts, liabilities or obligations of the corporation.

2.4 The membership of any member of ABATE of Utah shall automatically terminate:

- a) Upon written request by the member for such termination,
- b) On the death of a member,
- c) Non-payment of dues, (after being 60 days past due)
- d) Suspension of membership in the corporation (as per Section A) by a majority vote of the Central Committee,
- e) Expulsion (as per Section B)

2.5 The amount of the annual membership dues shall be set by the Central Committee. The first annual dues shall be payable and submitted in full with the application. Future annual dues shall be due and payable on the anniversary date of the member's admission to the corporation. Membership shall be non-assessable, non-transferable and non-assignable.. As of January 1, 2015 there will be an increase in membership dues for all members new or old with the exception of lifetime members holding said lifetime membership prior too above stated date. The adjusted cost of membership will be \$25 for new single person membership, \$20 for single person renewals, and \$35 for new couple members, and \$30 for couple renewals.

2.6 The Central Committee shall provide for the issuance of membership cards. Each card shall state the period for which it is valid. The form size and contents of the membership cards, in all other respects, shall be fixed from time to time by the resolution of the Central Committee. The name, address, email address and 2nd phone # of the member and the date of issuance of the membership card shall be entered on the records of the corporation. If any card shall become lost, mutilated, or destroyed, a substitute may be issued.

2.7 Any membership fees received by the State Office shall be forwarded to the Chapter to which the member will belong. Unless the applicant specifies a Chapter, they will be assigned one based on geographic location.

Section A - Suspension of Membership

Upon having been made aware of allegations of gross and/ or repeated violations of established codes of conduct of the corporation, violations of the law or violations of common standards of ethics by any active member, the Central Committee shall set a date for a hearing regarding said allegations. The member charged with such violations shall be given 14 calendar days notice by certified mail and shall have the right to appear at such hearing to defend himself/herself against such allegations. If the accused member fails to appear at the hearing or if, after hearing all arguments, the majority of the Central Committee Members attending the hearing shall determine it to be in the best interest of the corporation, the membership of the accused member shall be terminated. If at a later date, the individual whose membership has been so terminated applies for new membership, a majority of the Central Committee Members must approve to accept the expelled member's application.

Section B - Expulsion of Membership

Expulsion of the membership of ABATE of Utah may occur:

- a) Upon conviction of a felony committed during the course of the organization's activities
- b) Failure to follow any reasonable rules and regulations promulgated by the organization for any of the activities promoted by the organization.

Article III: Board of Directors (State)

The Board of Directors is responsible for overseeing the operation and proper conduct of the Central Committee. Will designate annually the Officers that will represent ABATE of Utah at the Meeting of the Minds.

3.1 Will appoint the following positions annually, (See Appendix A for Job Descriptions and Duties)

- Political Liaison
- Web Master
- Highway Star Editor
- Events Coordinator
- MRF Representative
- Sergeant at Arms
- Chaplain
- Share the Road Coordinator
- Motorcycle Awareness Coordinator
- Assistant CEO – Appointed for two (2) years

3.2 The Officers of the corporation will be the elected Chapter presidents or his/her designee, and the elected members of the Central Committee (as per Section C).

Section C (See Appendix B for Job Descriptions and Duties)

1. CEO
2. Finance Officer
3. Secretary/Membership Representative

3.3 The State Officers shall be elected bi-annually on a rotating basis. Even years (ex 14, 16, and 18) will be the C.E.O. nomination and election, odd years (ex 15, 17, and 19) will be the Secretary/Membership and Treasurer's nomination and election year. These nominations and elections will take place at the last regular Central Committee Meeting of the specified election year and will take office on January 1st (as per Section D).

Section D

Nominations:

- Nominations for State Officer positions shall be entertained at the 3rd Central Committee Meeting of each year and for the specified office open for election that year. Nominations shall be accepted from any member in good standing and present at said meeting.

Statement of Qualifications:

- Nominees shall submit a statement of qualification to the Board of Directors within two weeks of nomination, failure to provide a statement of qualification shall be the same as a declination of nomination. Each nominee's name and statement of qualification shall be posted in any ABATE of Utah authorized forum (i.e. newsletter, website, newspaper, etc).

Chapter president shall take nominee's name back to the general membership at the next scheduled general meeting. Chapter shall approve their preferred nominee for each elected position.

The State Secretary/Membership Representative shall present voting ballots containing the names of all nominees for office, to each Central Committee voting member at the last Central Meeting.

Any vacancy of any office caused by death, resignation or otherwise shall be filled by appointment by the Central Committee for the remaining of the term.

3.4 Special meetings of the Board of Directors may be called by the CEO with support of two (2) or more Board of Director Members. The call for special meetings shall state the nature of the business to be considered and the place, date and time of said meeting. Business considered and acted upon shall be limited to that stated in the call for said special meeting.

3.5 The Board of Directors and the Central Committee shall not be authorized to convene a meeting that is closed to the general membership.

3.6 Suspension or Expulsion of Board of Director Members:

- a) Any Board Member missing three (unexcused) Board Meetings or Central Committee Meetings can be suspended from the Board by majority vote of the Central Committee at a duly scheduled meeting.
- b) Majority approval of the Central Committee is required to consider an absence excused.
- c) Any Board Member displaying flagrant, contradictory interest towards the official purpose of the organization, shall be subject to suspension by a majority vote of the attending Central Committee Members and will be notified by certified mail.
- d) Any violation of Sections A or B

APPENDIX A

State Appointed Positions – Job Descriptions to be included at a later date

APPENDIX B

Any member in good standing and who has held for at least one year, the office of an elected Central Committee Member or have for at least two (2) years held a Chapter Appointed position may be considered for nomination of one of the following State Positions:

CEO:

The CEO, shall serve a 2-year term and who shall in general, subject to control of the Central Committee, supervise and control all business affairs of the corporation. Shall perform all duties incident to this office and other such duties as may be required by law and articles of this corporation or by these bylaws, or which may be prescribed from time to time by the Central Committee. They shall preside at all meetings of the Central Committee and be ex-officio member of all committees. They shall cause to be prepared an annual written report of the affairs of the corporation, including a financial statement from the Financial Officer, which he/she shall present to the membership.

Assistant CEO:

The Assistant CEO shall be appointed for a two (2) year term by the Central Committee and will assume the duties of the CEO in the event of any absence of the CEO. The Assistant CEO will perform any duties that may be assigned by the CEO.

Finance Officer:

The Finance Officer shall serve a 2-year term and who in general, subject to the control of the Central Committee, receive, record and account for all corporation funds in accordance with legal and corporation policies. May dispense corporation funds in accordance with the policies established by the Central Committee and to maintain records of the same.

- a. Withdrawals from the corporation's funds shall require two (2) signatures.
- b. The CEO, Finance Officer and Secretary/Membership Rep shall be authorized to sign checks.
- c. No two (2) persons in the same household may sign the same check.
- d. The bearer of the check may not be one of the counter signers.

The finance officer shall be bonded, at the State's expense, reports quarterly or as the need arises for required financial reports.

Secretary/Membership Representative

The Secretary/Membership Representative, shall serve a 2-year term and who shall in general, subject to control of the Central Committee, act as recording Secretary at all State Board of Directors and Central Committee Meetings, regular and special. Shall maintain attendance records of Board Members. Shall prepare an agenda for each Board Meeting and Central Committee Meeting. Shall insure completion of all corporate correspondences, reports and required forms. Receive record and file records of all activities and business transactions of ABATE of Utah. Prepare and submit quarterly and annual written reports. Work with the individual Chapters to maintain the membership records of the corporation. Receive all membership applications and processes same in a timely manner. Maintain all state memberships records. Responsible for the coordination and recruitment of new chapters and arranging membership drives. Prepare written report of membership for each State meeting.

Responsible for issuance of At-Large membership cards, for obtaining and issuing Life Member cards and collections of membership dues from each Chapter. Shall provide access to membership cards to any Chapter President or Secretary upon 14 days written request.

Article IV: Central Committee

The Central Committee shall be the governing body of ABATE of Utah. To act for the general membership in accordance with the majority opinion of the members as reflected by the vote of the Central Committee. To investigate, report, and make decisions on all matters having a direct bearing on the efficiency and effectiveness of the corporation. To provide the resources necessary for the membership to accomplish organizational goals and objectives. Two-thirds (2/3) presence of the Board of Directors shall constitute a quorum for the conducting of corporate business. Will assist the Chapters with problems, programs and lobbying. Will be a distribution point for current information. Will encourage and assist in the organization of new chapters. Will be the base for all Chapters, with its primary function being to help improve the effectiveness of ABATE of Utah in obtaining its goals. Will promote voter registration and participation in political elections. They shall be paid up members in good standing. Board of Director Members and Central Committee Members shall receive no compensation for their services, but may be allowed their actual and necessary expenses, as per Article VI. Multiple Chapter members can only be a Central Committee Member for one Chapter.

4.1 Each Chapter shall elect two members to act as Central Committee representatives. Each Chapter shall also have two alternate members. For Chapters that have over 100 members, they will receive one additional Central Committee vote for each 50 members over 100. These representatives must represent a membership of ten in order to have a vote on the Central Committee.

4.2 Any vote by the Central Committee should take place at a regular Central Committee meeting.

4.3 Central Committee Members shall be elected for a term of one year with the exception of the elected State Officers.

4.4 All meetings of the Central Committee shall be conducted by the Board of Directors according to the rules in Appendix C.

4.5 All records of the Central Committee are available for inspection by filing a written request two (2) weeks in advance of inspection.

Article V: Chapters

5.1 Chapters may be formed in any area of the state with a minimum membership of ten.

5.2 To receive acknowledgement as a Chapter, the Board of Directors must be petitioned by that prospective Chapter.

5.3 Each Chapter shall have a President, Vice President, Secretary and Treasurer as well as appointed officers with their realm being restricted to the Chapter's membership and activities .

5.4 The Chapter Treasurer shall present to the State Finance Officer, a financial report at or before each Central Committee Meeting. Unexcused failure to provide this report within 30 Calendar days of the end of the quarter, can cause the offending Chapter to be assessed a \$25.00 late fee.

5.5 Officers may be removed from office by recall vote of their members or as in Article II #4 and Sections A and B.

5.6 Each Chapter shall schedule a minimum of ten (10) meetings per year.

5.7 Each Chapter shall elect the number of Central Committee Members specified under Article 4 #1 and an equivalent number of alternates.

5.8 Each Chapter shall have an official mailing address.

5.9 All records of the Chapter are available for inspection by filing a written request two (2) weeks in advance of inspection.

5.10 Scheduled events by Chapters shall be voted on by that Chapter.

Article VI: Funds

6.1 Funds are to be raised through membership dues, contributions and fund raising activities. As of January 1, 2015 for each new membership or renewal membership each chapter will transfer \$5.00 per member/couple member to the State Office to offset the costs of the operation of the State Office.

6.2 Each Chapter shall retain all other funds raised except for those funds required to cover expenses paid for by the State Office for the benefit of each chapter.

6.3 All typical expenses (i.e., taxes, printing, mailing and public relations) incurred by the State Office shall be approved by the Board of Directors and shall be divided among the Chapters based upon each Chapters' membership on the date the expense occurred.

6.4 Should the balance of the State Office general fund fall below \$500.00 and exceeds 30 days as such, a written statement of reason shall be submitted to the Chapter Presidents.

6.5 Should the balance remain below \$500.00 for a total of 120 consecutive days, the Central Committee shall intervene and provide resolution to the depletion of funds in the State Office general fund.

6.6 Any member of the organization, in good standing, is eligible for reimbursement for actual expenses incurred while performing any activity that has been adopted by the organization. Reimbursement of expenses shall be determined by the following guidelines:

- a) That the member was specifically requested by the Central Committee or majority of the Board of Director members to perform an activity in the interest of the organization.

- b) The request for reimbursement is made in writing, with supporting documents and is presented to the Board of Director for approval.
- c) The request for reimbursement is made within 60 days from the time the expense occurred.
- d) The request for reimbursement does not deplete the State Office funds below the minimum of \$500.00

6.9 Each Chapter shall have 30 days to pay any request from the State Office for approved expenses.

6.10 Any Chapter incurring any single expense in excess of \$500.00 shall inform the Board of Directors of their intended expenditure. In emergency situations, a majority of Board of Director Members must approve the expenditure.

Article VII: Miscellaneous Provisions

7.1 The Central Committee, except as otherwise provided by the bylaws of this organization, may by resolution authorize any officer or agent of the corporation, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. Such authority may be general or conformed to specific instances. Unless so authorized, no officer or agent shall have power to bind the corporation by any contract or engagement or pledge its credit or render it liable for any purpose or amount.

7.2 The fiscal year of the corporation shall be from January 1st to December 31st.

7.3 The State Run Schedule shall be voted on at the last Central Committee Meeting of each year.

Article VIII: Bylaw Amendments

8.1 Any member in good standing may bring a proposed amendment of the bylaws to any elected officer of his/her designated Chapter.

8.2 That elected officer shall take and present the proposed amendment to the next scheduled Officer Meeting (whether in agreement or not). The Officers upon approval take the proposed amendment in writing and submit it to the Central Committee.

8.3 All proposed amendments to the bylaws shall be referred back to each Chapter's general membership for consideration. Each Chapter shall make its recommendation regarding the proposed amendment to their respective Central Committee Members.

8.4 The Central Committee Members, shall then at the next scheduled Central Committee meeting, vote on the proposed amendment as per their Chapter's recommendation.

8.5 The bylaws or amendments to such shall become effective immediately upon adoption or as otherwise designated by a majority affirmative vote of the Central Committee Members.

8.6 Any proposed amendment to these bylaws must be posted in any ABATE of Utah authorized forum prior to any vote of an amendment.

8.7 The original, or copy of the bylaws shall be kept in the office of the corporation at all times for inspection by the Central Committee.

8.8 A copy of the bylaws shall be kept in the office of each Chapter at all times for the inspection by the general membership.