

Louisiana Land Krewesers, LLC

By-Laws

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ARTICLE I Name

The name of this organization shall be the Louisiana Land Krewesers, LLC hereinafter referred to as La Land Krewesers, the Krewesers or the club.

ARTICLE II Purpose

The Krewesers is a social organization of members who stand by these core values:

- Friendship: The main purpose of this organization is social, meeting up with friends, old and new, and having fun while learning about Toyota 4X4 vehicles and their capabilities through events like off-road adventures, regular meetings and wrenching sessions.
- Community: As an organization, we want to give back to the community through charitable donations, time spent at community functions and supporting local businesses.
- Nature: As an organization, we want to do everything we can to educate others on having fun 4 wheeling and helping to preserve nature at the same time. We follow the guidelines of TREAD LIGHTLY.
- Promoting the sport and past time of four wheeling in Toyota 4X4's while preserving the Land Cruiser legend.

ARTICLE III Membership

Section 1: Membership shall focus on, but not be limited to, operators of recreational 4X4 vehicles manufactured by Toyota Motor Corp.

Section 2: Members must be at least eighteen (18) years of age or older to be allowed to sign up on their own. If a prospective member, under eighteen (18) years of age, wants to join:

- a. A parent or legal guardian must attend at least one monthly meeting and one trail ride prior to the minor being allowed to join, and
- b. A parent or legal guardian must sign the Membership Application and waiver form(s) in the presence of at least two (2) BOD Members.

Section 3: Membership shall be made into two (2) classes: Associate Members and Contributing Members:

- a. An Associate Member is required to pay annual dues and be current. Associate Members are not allowed to vote on any club issues / for elected officers nor are they allowed to be elected or appointed to any club positions.
- b. A Contributing Member is required to pay annual dues and be current, attend and participate in 3 meetings per year, attend and participate in 1 club sponsored ride per year and attend and participate in 1 work day per year at a minimum. Contributing Members are allowed to vote on all club issues / for elected offices and can hold elected and appointed positions within the club.
- c. The BOD has the final say by a majority vote as to the class status for any member.

Section 4: Application for Membership must be filled out either electronically or in person in it's entirety and submitted along with the first year's dues.

Section 5: Race, religion, national origin, gender or political belief shall not limit membership.

Section 6: Members shall notify any BOD Member of any change of mailing address and email address as soon as possible.

Section 7: The Krewesers may deny membership to any person for reasons that are not in violation of any local, state or federal law by a majority vote of the BOD.

ARTICLE IV Conduct & Termination / Suspension of Membership

Section 1: All members of La Land Krewesers, regardless of class, shall be expected to conduct themselves in a manner that displays a positive image of the club. Conduct that is detrimental to the club shall be grounds for suspension or termination of membership. Failure to abide by the by-laws and the guidelines of the club shall be cause for termination or suspension of membership.

Section 2: Membership may be terminated or suspended upon a majority vote of the BOD.

- a. A member, regardless of class, shall be notified by email of his / her suspension or termination. The member shall be given 30 days from the date of the email to be heard by the BOD on appeal either in person or in writing. After hearing the member, any ruling by the BOD shall be final.

Section 3: Any member caught breaking any local, state or federal laws by riding off-road on private property without permission shall be terminated from the club immediately and without vote. After being away from the club for one (1) year, a majority vote from the BOD will allow the member to re-join the club.

Section 4: Membership dues are non-refundable upon membership termination.

ARTICLE V Dues

Section 1: Persons applying for a Membership with the club shall pay annual \$20.00 dues at the time of their application.

Section 2: Annual Membership dues will be due Jan 1st of each calendar year; new members can join at any time but will not be pro-rated.

Section 3: Members, regardless of class, whose dues are more than thirty (30) days past due shall have their membership privileges revoked until current dues are paid.

Section 4: Membership dues shall be paid by Paypal, check or money order made payable to: La Land Krewesers, LLC. Cash is also acceptable. All due amounts are in US currency.

Section 5: Any changes to membership dues amounts, whether increase or decrease, shall be brought up in Oct of each calendar year for consideration and if necessary, will be discussed at the Oct meeting and then, if necessary, will be voted on at the Nov meeting by all Contributing Members who are paid up to date. Any changes that are voted in will take effect for the dues that will be collected in Jan of the following year.

ARTICLE VI Vehicle Requirements and Safety

Section 1: All vehicles, except ATV's / UTV's, are required to have and will be inspected for the following before each club sponsored ride:

- a. 4WD with locking hubs or All-Time / Full-Time 4WD
- b. At least one (1) tow point in front and rear that attaches to the frame. A trailer ball is NOT considered a tow point. A tubular bumper is NOT considered a tow point. A receiver hitch with pin is an acceptable tow point for a strap.
- c. Working seat belts for all occupants.
- d. Proof of insurance and registration.
- e. Aftermarket roll cage, factory roll cage, factory hard top, or normal roof and body pillars found on most vehicles.
- f. Tow Strap
- g. Battery bolted down, no bungee straps.
- h. Vehicle needs to be in FULL working condition to the best of the owner's knowledge. Failure to have a working vehicle on the trails may result in leaving the vehicle at the trail head and riding with someone else. This is to keep the flow of the event going smoothly and to not take away from other participant's enjoyment.

Section 2: It is recommended, but not required, that all vehicles are equipped with:

- a. Fire extinguisher
- b. CB radio
- c. Winch
- d. Gloves
- e. Tools
- f. Hi-Lift Jack

Section 3: ATV's / UTV's are required to:

- a. Use seat belts if equipped.
- b. Have every rider wear a helmet.
- c. If traveling in groups with full size vehicles, stay in line. No driving around other vehicles on the trail.

Section 4: Any member bringing a guest to a ride is responsible for ensuring that the guest meets all requirements and abides by the By-Laws.

ARTICLE VII Board of Directors

Section 1: Conduct and Power:

- a. The BOD shall have the power to manage all affairs of the club on any and all questions relating in any manner whatsoever to the club and to make all contracts necessary for the proper transaction of all business. They shall have the entire jurisdiction over all matters pertaining to the care, conduct, control, supervision and management of the club and its finances and all appropriations shall be made by them, provided, however, that the regular membership shall have final control and direction over the affairs of the club and may by motion, veto the decisions and actions of the BOD.
- b. Any officer or member of the Board of Directors who shall absent him/herself from three consecutive meetings (or of Board Meetings) unless he/she shall offer at the next meeting an excuse of his/her absence which is satisfactory to the BOD, shall be deemed to have resigned as a member of said Board, and cease to be a member of the BOD.
- c. The BOD shall have the following specific powers:
 1. To appoint representatives to the different Associations of which this club may be a member of for the purpose of conferring with any Association or club with respect to any matter in which this club may be concerned.
 2. To fix and enforce penalties for the violation of club rules.
 3. To call special meetings of the club to consider special projects.
 4. To prescribe additional duties for any officer, in addition to those herein set forth.

Section 2: The Board of Directors will consist of the following:

- a. President and TLCA Delegate
- b. Administrative Vice-President
- c. Secretary
- d. Treasurer
- e. Mardi Krawl Director

Section 3: No officer or office shall be added or deleted from the Krewesers BOD without a majority vote of the BOD.

Section 4: The President or his designee shall:

- a. Preside over all meetings.
- b. Have the duty of carrying out the policies and decisions of the BOD.
- c. Be present at all club events whenever possible.
- d. Have the authority to delegate his signature to any other elected BOD member when deemed necessary and have co-sign authority on all checks.
- e. Be the TLCA Delegate, the Krewesers liaison with the TLCA, representing the club's interests and inform the Krewesers membership of current TLCA affairs.
- f. Have the authority to assign duties and tasks to BOD members and Contributing members.

Section 5: The Administrative VP shall:

- a. Work in conjunction with the Treasurer creating a budget for the BOD.
- b. Handle any and all club Investments and the daily business of the club.
- c. Preside over all meetings when the President is not present.

Section 6: The Secretary shall:

- a. Keep all club records.
- b. Take minutes of all meetings and write all correspondence.
- c. Assume the responsibility of ledger roll call and determine the number of voting delegates present so it may be known if a quorum is in attendance.
- d. Process all membership applications.
- e. Maintain a current roster mailing list.
- f. Designate, with BOD approval, an assistant if necessary.

Section 7: The Treasurer shall:

- a. Keep accurate and complete records of all funds and accounts of the club.
- b. Collect dues and all other moneys and maintain a record thereof.
- c. Have co-sign authority on all checks.
- d. Have the records open for inspection by any chapter member.

Section 8: The Mardi Krawl Director shall:

- a. Focus solely on the planning and execution of all activities surrounding Mardi Krawl.
- b. Set up the Mardi Krawl Event Committee consisting of a minimum of 4 members and / or member's spouses.
- c. Interface with the TLCA to acquire event insurance for Mardi Krawl to protect the club.
- d. Designate a safety officer for each event who shall inspect all vehicles involved in and club event, ban any vehicle deemed unsafe and maintain all vehicle safety inspection forms for each event.

Section 9: Conflicts – No BOD Member, Club Member, regardless of class, or officer of the Krewesers shall participate in or attempt to influence any decision by the club affecting his / her own personal business interests or otherwise use his or her official position for personal gain. All of the elected officials are answerable to the membership and their sole purpose is to serve the best interests of the La Land Krewesers.

ARTICLE VIII Election / Voting

Section 1: Bi-Annual Elections

- a. An election for the BOD positions shall take place bi-annually. The election will be held during the month of Nov for the President, Vice-President, Secretary and Treasurer. The Mardi Krawl Director will be elected in May in the years following the other BOD elections. Only Contributing Club Members who have been a member for a minimum of six (6) months will be allowed to vote or run for office.
- b. Current board members whose seat is up for election can run for re-election with a limit of two (2) consecutive terms. After two (2) consecutive terms they must step aside for one (1) term and then are allowed to run again.
- c. For the positions of President, Vice-President, Secretary and Treasurer, an announcement of the upcoming elections will be made at the July meeting and sent out by email. Nominations for the election will take place at the Sept meeting. For the position of Mardi Krawl Director, an announcement will be made at the Jan meeting and sent out by email. Nominations for the election will take place at the March meeting. All nominations must be seconded at this meeting for the nominated Contributing Member to be added to the ballot.
- d. Each nominee will be given 5 minutes to speak to the members during the meeting when the nominations take place (Sept and March) if they so desire.
- e. Voting by Contributing Members will begin by proxy on Nov 1st for President, Vice-President, Secretary and Treasurer. Proxy voting shall end the day before the Nov monthly meeting. Voting by Contributing members for Mardi Krawl Director will begin by proxy on May 1st and shall end the day before the May meeting. Any proxy vote turned in less than 24 hours prior to the meeting, during the meeting or after the meeting shall be void and not counted.
- f. All Contributing Members and current BOD Members present at the Nov and May meetings will vote for the BOD unless:
 1. The Contributing Member or BOD member voted by proxy prior to the meeting, or
 2. The Contributing Member or BOD member is not paid up on his / her dues, or
 3. The Contributing Member or BOD member did not meet the conditions of Contributing Member and is therefore considered to be an Associate Member who has no vote nor can be elected.
- g. Election winners for President, Vice-President, Secretary and Treasurer will be notified by email by Dec 1st and will be installed at the Jan monthly meeting of the next calendar year. The Mardi Krawl Director will be notified by June 1st by email and will be installed immediately.

Section 2: Emergency Elections

- a. Should the Admin VP, Secretary, Treasurer or Mardi Krawl Director need to step down immediately or be recalled, the BOD will elect a successor for the remainder of the term. Should the President need to step down immediately or be recalled, the Admin VP shall be the successor and the BOD will elect a successor for the Admin VP for the remainder of the term.
- b. For the purpose of conducting club business, a quorum will consist of a majority of the filled BOD positions.
- c. Any officer of La Land Krewesers may be recalled by a quorum vote of the BOD.

ARTICLE IX Internet

Section 1: La Land Krewesers shall conduct all of it's communications through LaLandKrewesers.com, IH8MUD.com clubhouse, Facebook.com group page, and email. It is the member's responsibility to stay informed of club activities through the websites and making sure the club has their correct email address.

Section 2: Misuse of LaLandKrewesers.com may result in suspension from the club. Any inappropriate images or videos posted on the website, club's forum section of IH8MUD.com, or Facebook.com group page WILL result in suspension from the club and the material WILL be removed.

Section 3: Sending SPAM through LaLandKrewesers.com email is prohibited and could result in suspension of membership. Commercial advertisements must be pre-approved by a majority vote of the BOD.

ARTICLE X Amendments

Section 1: Proposed Amendments to the By-Laws:

- a. Must be presented in writing and forwarded to all BOD members in advance of the BOD meeting that the action is to be taken.
- b. May be voiced by a motion at the BOD meeting, requires a second and a discussion.
- c. Requires a majority vote by the BOD to pass when a quorum is present.
- d. Approved amendments take effect immediately.

Section 2: Issues

- a. For any and all issues arising, which are not directly addressed in these by-laws, the TLCA guidelines may be used for reference in decision-making. The TLCA guidelines are just that; guidelines and may be amended or disallowed by Club members.

ARTICLE XI Dissolution and Liability

In the event of the dissolution of La Land Krewesers, LLC all assets not required by law to be distributable among the members in good standing at the time of dissolution shall be distributed in a manner voted upon by the remaining Contributing Members of the club.