

# Constitution and By-Laws of the Big Island Dual-Sport Association

## Article 1 Name

The name of this organization shall be "Big Island Dual-Sport Association".

## Article 2 Purpose & Goals

The Big Island Dual-Sport Association (BIDSA) is a island network of licensed riders who enjoy exploring the trails and back roads of the Big Island of Hawaii. This association is organized exclusively for recreational, educational and promotional purposes. The purpose of this organization is:

1. To promote the sport of dual-sport motorcycle riding thru:
  - a. Providing a frame-work for communication, comradery & association between persons enjoying dual-sport riding,
  - b. Hosting dual-sport events for the membership which provides:
    - i. Interaction with other riders,
      - (1) learning riding technique, proper preparation, gear, equipment, and trail etiquette from other riders,
      - (2) comradery,
    - ii. learning new places to ride,
    - iii. An opportunity to enjoy our sport (which is the real reason we exist)
    - iv. An opportunity to advance our skills,
  - c. Promote safety, sportsmanship and individual responsibility,
  - d. Acting as a communication medium between land owners and government agencies and the dual-sport community as necessary,
  - e. Cooperate and affiliate this organization with a county or state wide umbrella organization (eg. American Motorcycle Association, AMA) of motorcycle or powersport interest should one be formed to represent the interests of the dual-sport community at such organization.
  - f. Develop an catalog of dual-sport routes and legal riding trails.
  - g. Other endeavors that support or promote dual-sport riding.

## Article 3 Membership

This organization will have members. There will be one class of membership. To be eligible for membership a person must meet the following:

1. Reside permanently or temporarily on the Big Island (County of Hawaii)
2. Believe and support the purpose of this organization,
3. Be of the legal age of majority in the State of Hawaii,
4. Have a motorcycle operating license or permit,
5. Own or have the legal use of a dual-sport motorcycle (usable on or off paved roads, licensed & insured),
6. Pay all association dues or fees as required,
7. Participate in at least one hosted ride per calendar year (requirement waived if less than three available events),
8. File with the Secretary a membership application, waiver and acknowledgment of policies and code of ethics.

A person ceases to be a member of the association if the person:

1. Dies, or
2. Resigns membership, or
3. Is expelled from the association by action of the Directors.

Participation in any organization hosted events is limited to only members in good standing. A member failing to maintain membership eligibility for six months may be removed by action of the Board of Directors.

## Article 4 Officers and Directors

Directors: There shall be a Board of Directors of at least four and not more than twelve persons. The term of office will be two years, staggered term. One half of the Directors will be elected at the annual meeting of the membership to fill vacating seats. Directors must be members in good standing. The Board of Directors shall set the policies and procedures of the association.

Initial Board of Directors: Wayne Blyth, 2930 Ainaola Dr, Hilo, HI 96720, Dennis Vierra, 212 Alaloe St, Hilo, HI 96720, Gaston Belanger, PO Box 1173 Keaau, HI, 96749, Stephen Lau, 3090C Ainaola Dr, Hilo, HI 96720.

Officers: The officers shall be elected by the Board of Directors at the first Board meeting of the year from persons on the Board.

Chair: The Chairman of the Board and chief executive officer of the association. The Chair appoints committee chairpersons.

Vice Chair: Assistant to the Chair, acting chair in their absence.

Secretary/Treasurer: Record keeper, manages the financial accounts.

## Article 5 Finances

This association is to be operated on a not-for-profit basis. Dues and fees, if any, shall be only for the purpose of distributing the expenses of the members or event participants. All officers, board members, event organizers or any other position shall be on a volunteer basis and serve without compensation. The Secretary/Treasurer shall manage the accounts and report to the Board as required and to the members at the annual meeting, insure that all money due to the association is collected and received and that all payments authorised by the association are made, and that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association. Sponsorship donations of monies, assets or services may be accepted to offset operating expenses of the association and/or events.

## Article 6 Meetings, Notice, Quorum and Voting

Meetings: Meetings of the membership will be held at least annually in the last two months of the fiscal year. Quarterly meetings or special meetings can be convened as dictated by the Board. Meetings of the Board will be held at least annually in the first month of the fiscal year. Monthly or special meetings can be convened as dictated by the Chairperson.

Notice: 2 weeks notice is to be given for the required annual meetings of the members or Board. Special emergency meetings may be convened at any time if at least 75% of the eligible members participate in person or proxy.

Quorum: The quorum for membership meetings is 25%, board meetings is 50%.

Voting: All members in good standing have one vote at all meetings. Participation is in person or written proxy.

## Article 7 Fiscal Year

The fiscal year and terms of all officer and directors will be January 1 thru December 31.

## Article 8 Amendments & Ratification

The Constitution & By-Laws may be amended when necessary by two-thirds majority of the Board of Directors. Proposed amendments must be sent out with regular board announcements.

This Constitution & By-Laws were approved at a meeting of the Board of Directors by a two-thirds majority vote on August 1, 2009.

8/1/09

8/1/09

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Wayne Blyth

Dennis Vierra

8/1/09

8/1/09

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Gaston Belanger

Stephen Lau