Finland Snowmobile and ATV Club Bylaws

P.O. Box 513
Finland, MN 55603
September, 2026

PREAMBLE

The Constitution of the Finland Snowmobile and ATV Club Constitution shall be amended to the following By-Laws and be amended to read as:

The Finland Snowmobile and ATV Club is organized exclusively for charitable and educational purposes as specified in Section 501(c)(3) of the Internal Revenue Code. Including but not limited to making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3). The following bylaws are subject to, and governed by, the Nonprofit Corporation Act, Minnesota Statutes Chapter 317A.

Article I – Name and Purpose

Section 1

The name of this Club, hereinafter called the Club, shall be the Finland Snowmobile and ATV Club.

Section 2

The purpose of this club is to:

- Stimulate and advance the general welfare and safety of snowmobile and ATV use by maintaining a system of trails within the geographical area of Finland, Minnesota.
- Promote the sport of snowmobiling and ATV riding by serving the interest of snowmobile and ATV owners.
- Promote good conduct and sportsmanship by following the snowmobile and ATV laws.
- Promote safety and conservation practices associated with snowmobiling and ATV riding and to develop a fraternal spirit among snowmobile, ATV and other sports enthusiasts.
- Support the local businesses to the extent possible by providing and maintaining trails.

- Maintain and cultivate excellent relationships with local landowners and governmental agencies.

Section 3

No substantial part of the activities of the club shall be carrying on propaganda, or otherwise attempting to influence legislation not directly related to the purpose of the club; and the club shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate.

Article II – Meetings

The Club will schedule a time and location for meetings and shall provide the ability of the membership to attend meetings via electronic means.

Section 1

The Annual meeting shall be held in June of each year. The specific date of the annual meeting each year will be determined at the March meeting.

Section 2

Monthly meetings of the membership shall be the first Tuesday of every month, open to all members. The meeting dates can be changed by the Board of Directors to accommodate needs.

Section 3

Any member 18 years and older who is current on membership dues as of May 1st of each year can vote at the annual meeting.

Article III – Membership

Section 1

Membership to the club is open to all person's aged 18 years or older who are interested in the sport of snowmobiling or ATV riding.

Section 2

There are five (5) types of memberships:

- Individual Membership – Open to anyone 18 years of age and older.
- Family Membership – Family membership consists of persons in the immediate family that resides in the same household. Children/Dependents living in the same household that are under the age of 18 are included in the Family Membership. Children 18 years of age and older shall have their own membership as an individual.
- Landowner membership – The Club will provide an annual membership to private landowners as goodwill towards allowing trail access through their property.
- Senior membership for members over 55 years of age.
- Business membership - includes owner/principle. Businesses are permitted one (1) vote.
    - Fees are determined in Appendix A

Section 3

The Board of Directors shall review and set the membership fees every two years, on the even years, at the annual meeting. The membership fees shall be set by the Board of Directors and listed set in Appendix A of the Bylaws. Appendix A requires the Board of Directors approval.

Section 4

Members may withdraw their membership at any time, however, membership dues are non-refundable.

Section 5

The Board of Directors may suspend or expel any member for conduct considered detrimental to the interest of the club. The suspension period to be determined by the Board of Directors at the time of suspension.

Section 6

A prospective member may become a member at any time of the. However, voting at the annual meeting requires the membership dues to be paid by May 1st of the year the Annual meeting is held. Members that pay for a membership in the months of January through May, will be considered to have paid for the following fiscal year.

Article IV – Board of Directors

Section 1

The Board of Directors shall be made up of the following positions:

- President
- Vice President
- Secretary
- Treasurer
- Three (3) Directors at Large

Section 2

The Board of Directors shall manage the activities and property of the club. The Board of Directors will be responsible for contacting or directing the contact of local, state and federal officials on behalf of the club.

Section 3

At any meeting of the board, four (4) members of the Board of Directors shall be required to constitute a quorum.

Section 4

Only members of the Board of Directors can offer motions and seconds to the motions to be voted on at any meeting. The Board of Directors will vote on motions.

Section 5

A Board of Directors member may hold more than one position on the board on a temporary basis when a vacancy is identified. However, that person will be allowed one vote on motions/changes. The Board of Directors member who holds more than one position will relinquish the position that is not their primary position once a replacement is found.

Section 6

Officer Duties:

- President –
    - Shall presides over all meetings of the membership and the Board of Directors meetings.
    - Shall rule on all points of order, state motions before the membership for vote and determine the outcome of all votes.

    - On votes where the outcome is in question, the president will request a visual vote such as a “show of hands” vote. The President can call for a confidential vote and will appoint at least two members to count any confidential votes.
    - The President will not vote on motions but shall provide the tie breaker vote in the case of a tie vote. The President will not offer motions to be voted on.
    - The president can hold only one position within the Club.

- Vice President –
    - The Vice president shall assume the duties of the President during the absence of the President.
    - Is responsible to maintain up to date contracts with landowners along our trails.

- Secretary –
    - Will take the minutes of all meetings of the Club.
    - Will distribute the minutes to the membership.
    - Will maintain a distribution list of the membership on the Club email account.
    - Will maintain a distribution list of the Board of Directors on the Club email account.
    - Will maintain a club calendar of meetings and events.
    - Shall call a meeting to order in the absence of the President and the Vice President.
    - Complete all Club duties and maintain files on the Club provided computer.
    - Other duties as assigned or required.

- Treasurer –
    - Will maintain accurate records of the financial status of the club.
    - Will make deposits and distribute funds as required by the Club from the active accounts approved by the Board of Directors.
    - Will provide the Treasurer’s report at each membership meeting.
    - Will provide a written Treasurer’s Report to each member of the Board of Directors at each membership meeting.
    - Will provide an annual financial report to the membership at the annual meeting. The annual financial report shall be sent to the Club membership distribution list.
    - Complete all Club duties on the Club provided computer.

Directors At Large

Three additional Board of Directors positions will be called Directors at Large.

Duties as assigned.

Section 7

Terms and Voting Parameters

Board members serve one, two, or three-year terms depending on position and calendar year.

Subsection 1: Term of Elections

President shall be elected to a two-year (2) term on the even years
Vice President shall be elected to a two-year (2) term on the odd years
Secretary shall be elected to a two-year (2) term on the even years
Treasurer shall be elected to a two-year (2) term on the odd years
Director-At-Large three-year (3) term
Director-At-Large two-year (2) term
Director-At-Large one -year (1) term

Subsection 2:

By the first of the month on the month before an annual meeting, members wishing to run for a board position need to declare their intent to run for a particular position by notifying the Secretary. Those individuals will then be listed by name on the club website.

Subsection 3:

If a Board of Directors has no member nominees for the election, the newly elected board will appoint someone to the vacant position at the next meeting, or as soon as someone can be identified.

Subsection 4:

Repealed June 6, 2026

Subsection 5:

Contested elections for Board of Director positions will be voted on by secret ballot.

Subsection 6:

Proxy voting by a member is allowed. The member who is absent shall notify the Secretary in writing who their designated proxy voter will be. Each member is only allowed to be a proxy for two (2) other members.

Subsection 7:

IN the event there is a tie vote for a specific position, the winner will be determined by the drawing of names.

Subsection 8:

Board vacancies that occur between Annual Meetings will be filled by Board of Directors appointment.

Subsection 9:

Board of Director members must attend or call in electronically to every board meeting, or request to be excused before a meeting. Any Board member who shall have been absent from two consecutive regular meetings of the Board of Directors without cause, as determined by a vote of the Board of Directors, shall automatically vacate the seat. The vacancy, and remaining term, will be filled by an appointment by the Board of Directors. However, the Board of Directors shall consider each absence as a separate circumstance and may expressly waive such absence by an affirmative vote of five Board of Director members.

Subsection 10:

Board of Director members who are unwilling or unable to fulfill the duties required of them will be subject to dismissal by an affirmative vote of five remaining Board of Director members.

Subsection 11:

Club leadership (officers and those making any decisions on expenditures) must avoid actual or potential/perceived conflicts of interest when conducting club business and managing GIA funds. Club leadership with an actual or potential/perceived conflict must disclose it to the club's officers, ensure the disclosure is recorded in meeting minutes and abstain from related decisions. Failure to do so may result in disciplinary action or affect the club's eligibility for reimbursements and future grant funding.

All Board of Director members and trail administers, if not a board member, are required to sign and abide by a Conflict-of-Interest Disclosure form annually. Review and signature of this form is required within 30 days of election for a Board of Director position, or they will face dismissal.

Article V – Fiscal

Section 1

The fiscal year for the Club shall run from August 1 to July 31st each year.

Section 2

Any general fund expenditures that exceed $300 must have BOARD OF DIRECTORS approval.

Section 3

A financial review of the club's general, snowmobile, and ATV accounts shall be performed in the month prior to the annual meeting by the treasurer and the snowmobile and ATV trail administrators. A report will be prepared to be presented at the annual meeting. The treasurer is the responsible person to ensure compliance.

Section 4

No part of the net earnings of the Finland Snowmobile & ATV Club shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the club is authorized to pay reasonable compensation for services provided.

Article VI – Committees

The President shall appoint committees as necessary and will appoint committee chairpersons as needed.

Article VII – Trail Administrators

Section 1

The Club will be the sponsor for two (2) Trail Administrators. The Board of Directors will appoint or renew a Snowmobile and ATV Administrator for a Four (4) year assignment at the Board of Directors meeting immediately following the annual meeting.

The Trail Administrator duties are:

- Snowmobile trail administrator:
    - Shall attend the training offered and required by the State of MN for trail administrators.
    - Shall provide a quarterly financial report to the Club.
    - Shall report a monthly progress of projects approved by the Board of Directors.
    - Coordinate with the other trail administrator on projects of joint trail use.
    - Shall maintain to the best of his / her ability, the snowmobile trails the Club is responsible for.
    - Distribute funds as permitted by law in the maintenance and upkeep of the snowmobile trail.

    - Ensure all grants are applied for in a timely manner.
    - Shall submit all required paperwork on time.
    - Shall provide a report at each membership meeting of any ongoing work and known upcoming work.

- ATV Trail Administrator
    - Shall attend the training offered and required by the State of MN for trail administrators.
    - Shall provide a quarterly financial report to the Club.
    - Shall report a monthly progress of projects approved by the Board of Directors.
    - Shall coordinate with the other Administrator on joint trail use.
    - Shall maintain to the best of his / her ability, the ATV trails the Club is responsible for.
    - Distribute funds as permitted by law in the maintenance and upkeep of the ATV trail.
    - Ensure all grants are applied for in a timely manner.
    - Shall submit all required paperwork on time.
    - Shall provide a report at each membership meeting of any ongoing work and known upcoming work.

Article VIII – Dissolution of the Club

The Club may be voluntarily terminated or merged with another Club following a two-thirds majority favorable vote of members present at a regular meeting, with the nature of the vote having been brought up at a prior meeting not less than one month, nor greater than three months prior to the meeting at which the vote shall be taken.

If dissolved, assets will be distributed as follows:

Upon the dissolution of the Finland Snowmobile and ATV Club, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article IX – Amendments

The Bylaws of the Club may be amended by a two-thirds vote of the membership at the annual meeting or special meeting called for that purpose by the Board of Directors. Members shall be

notified at a minimum of 15 days in advance via email, in writing, or by other electronic means approved by the Board of Directors.
These Bylaws replace the document titled “Constitution of Finland Snowmobile & ATV Club” approved on May 5th, 2015.

Changes to the appendices requires Board of Directors approval.

Appendix A

2022 Membership fees.

- The membership fee of individual members is $25.00.
- The membership fee for a Family membership is $35.00
- Senior Citizen membership is considered for members age 55 and over. The fee for senior citizen is $20.00 for an individual member and $30.00 for a family membership.
- Business membership fee is $50.00

Appendix B

- Club computers will be provided to the Secretary and the Treasurer for the purpose of conducting Club business. After elections, computers holding the Club records and business will be passed on in good order to the new Secretary and Treasurer. All computer software will be maintained at Club expense.

Record of Changes:

1. Addition of Article I – Section 3…….. June 21, 2023
2. Addition of Article V – Section 4…… June 21, 2023
3. Correct Roman Numeral error on Article IX……..……. June 21, 2023
4. Article IV Section 7 – Change to subsections under section 7 ……... June 6. 2026
5. Article IV Section 7 Subsection 4 – Repealed……..….June 6, 2026
6. Article IV Section 7 Subsection 11 – Add Conflict of Interest Statement….Sept 7, 2026

Appendix C

Finland Snowmobile & ATV Club
Conflict of Interest Policy
Approved March 5, 2024

Conflict of Interest:
Definition:

A conflict of interest is an actual or perceived interest by a Board member in an action that results in, or has the appearance of resulting in, personal, organizational, or professional gain. Board officers and member(s) are obligated to act in the best interest of the organization's duties, seeking only the furtherance of the organization's mission. At all times, Board officers and members are prohibited from using their job title or organization's name or property for profit or benefit.

Conduct:

a. The officer and members of the organization should neither solicit nor accept gratuities, favors, or anything of monetary value from contractors/vendors. This is not intended to prelude bona-fide organization fund raising activities.

Disclosure:

b. Any possible conflict of interest shall be disclosed by the person or persons concerned.

Board Action:

c. When a conflict of interest is relevant to a matter requiring action by the Board, the interested person(s) shall call it to the attention of the Board and said person(s) shall leave the room so as to not participate in the final decision or related deliberation regarding the matter under consideration. When there is a doubt as to whether a conflict exists, the matter shall be resolved by vote of the Board, excluding the person(s) concerning whose situation the doubt has arisen.

Record of Conflict:

d. The official minutes of the board shall reflect that the conflict of interest was disclosed, and the interested person(s) did not participate in the final discussion or vote and did not vote on the matter.

This policy shall be reviewed annually by the Board, conflicts disclosed and discussed and shall be signed by all current Board members.

President: Sandy Gunnink _____ Print Name

Sandy Gunnink
sandy gunnink (10/06/2026 13:02:47 CDT)
_____ Signature

Vice President: _____ Print Name

Matthew Nelson
Matthew Nelson (10/06/2026 14:18:12 CDT)
_____ Signature

Secretary: _____ Print Name

Winona Harrison
Winona Harrison (10/08/2026 13:15:36 CDT)
_____ Signature

Treasurer: _____ Print Name

Jean Nelson
Jean Nelson (10/08/2026 13:29:37 CDT)
_____ Signature

Directors at Large:

3 Year Term: _____ Print Name

Vicki L. O'Brien
vicki obrien (10/08/2026 17:51:46 CDT)
_____ Signature

2 Year Term: _____ Print Name

jim unger
jim unger (10/09/2026 10:20:10 CDT)
_____ Signature

3 Year Term: _____ Print Name

Mark Casey
Mark Casey (10/09/2026 11:54:05 CDT)
_____ Signature

Article X – Record of Adoption of these Bylaws, Adopted June 21, 2023 Effective July 1, 2023.

Adopting Board Members;

President	**Sandy Gunnink**	_____
Vice President	**Matthew Nelson**	_____
Treasurer	**Jean Nelson**	_____
Secretary	**Winona Harrison**	_____

Board of Directors:

3 Yr. Board Seat	**Vicki O'Brien**	_____
2 Yr, Board Seat	**Jim Unger**	_____
1 Yr. Board Seat	**Mark Carey**	_____