

ROCKY MOUNTAIN QUARTER MIDGET ASSOCIATION

P.O. Box 306
Dacono, CO 80514

Club By-Laws

Revision 3/14/2020



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Rocky Mountain Quarter Midget Association, Inc.

IMI Motorsports Park

MISSION STATEMENT

The purpose of the Association is to create and maintain a clean, safe and healthy sport which may be enjoyed by father, son, mother and daughter in close relationship with better sportsmanship. To acquaint the younger generation with the handling of mechanical devices, coordination, alertness and the ability to handle motor driven vehicles. To impress upon the younger generation the value of fairness, generosity and a sense of responsibility without envy to others.

ARTICLE I

OFFICES

The mailing address of the RMQMA is:

Rocky Mountain Quarter Midget Association, Inc.
PO Box 306
Dacono, Colorado 80514

Track & business location unless otherwise established by the Board of Directors:

IMI Motorsports Park
5074 Weld County Road 8
Dacono, Colorado 80514

ARTICLE II

DIRECTORS

- 1) The Board of Directors shall have nine (9) members. The President, Vice President, Secretary and Treasurer will be four (4) of the Directors and will serve alternating two (2) year terms. President and Secretary elected on even numbered years, VP and Treasurer elected on odd numbered years. The remaining five (5) shall be Regular Family members in good standing. Their term of office will be for two (2) years or until their successors are duly elected and qualified to fill an unfilled term. Three (3) of the Board of Directors shall be elected on even numbered years. Two (2) of the Board of Directors will be elected on uneven numbered years. The Board of Directors will elect their chairperson.
- 2) Vacancies on the Board of Directors by reason of death, resignation or other causes will be filled by the majority vote of the Regular Family members and the successor Director so chosen shall serve out the remainder of the term (which elections shall be held at the next regular membership meeting or at any specially called meeting), with the exception of the office of the President, in which case the Vice President will assume the Presidency and a new Vice President will be elected to serve the remainder of that term.
- 3) Regular meetings of the Board of Directors shall be at least one time per month. Members shall be notified in advance as to the time and location. Special meetings may be called by the President or by any of the Directors by giving three (3) days' notice to each Director. A majority of the qualified Directors shall constitute a quorum. Directors

may waive notices of meetings, whether regular or special and such waiver may be executed either before or after the meeting.

- 4) The Directors shall have the general management and control of the business and affairs of the Corporation and shall exercise all powers, which may be exercised or performed by the Corporation under the statutes, the Articles of Incorporation, and these By-Laws.

EXECUTION OF CORPORATE INSTRUMENTS

- 1) All checks, drafts, or other orders for the payment of money, all conveyances, contract, and other legal instruments executed in the name of this Corporation, shall be signed by such officer of offers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. Until otherwise ordered by the Board of Directors, the President shall have authority to execute notes, checks, drafts, conveyances, and contracts in the corporate name.

ARTICLE III

OFFICERS

- 1) The officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer, and such other officers, as the Board of Directors may from time to time deem appropriate. The terms shall commence on December One (1st) of the year of election into office.
- 2) The President shall be a Regular Family member with a minimum of three (3) year's membership prior to the date of nomination for President, or a member who in the past was an active and participating Regular Family member or retired driver or combination of both for three (3) years or more and at the time of the nomination is a participation member.
- 3) The Vice President shall be a Regular Family member, or a member who in the past was an active and participation Regular Family member or retired driver or combination of both, for three (3) years or more, and at the time of the nomination is a participating member. The Vice President shall perform such duties as may be assigned by the Board of Directors. In case of death, disability or absence of the President, the Vice President shall perform and be vested with all the duties and powers of the President. The Vice President shall be chairperson of the Rules Committee (see Rules Committee).
- 4) The Secretary shall keep a record of all proceedings and meetings of members and Directors and shall give notices as required in these By-laws or by the laws applicable to all such meetings. The Secretary shall have custody of all the records and papers of the Corporation, except such as shall be under the custody of some other person authorized to have possession thereof by the By-laws or by resolution of the Board of Directors.

- 5) The Treasurer shall be responsible to see that proper accounts are kept of all moneys of the Corporation, received or disbursed and shall deposit or cause to be deposited all moneys and valuables in the name and to the credit of the Corporation in such banks and depositories as the Board of Directors shall designate from time to time. The Treasurer shall have custody of all account books of the Corporation. Proper and complete accounting books and records shall be kept by the Treasurer of the Corporation with the fiscal year ending October 31.
- 6) No officers shall receive any salary for services rendered.
- 7) All officers of the Corporation shall be elected by the Regular Family members. Whether at the Annual Meeting or any other meeting in order to fill any vacancy created by death, resignation, or other cause.
- 8) All property shall be purchased and sold in the corporate name. Officers of the Corporation signing on its behalf shall not be personally responsible or liable for their acts, if performed in accordance with the law, the Articles of Incorporation, and these By-laws, and in good faith.

ARTICLE IV

MEMBER'S MEETINGS

- 1) The member's meetings shall be held at the principal office of the Corporation or at such other place, either within or out of the State of Colorado, as the Directors may designate.
- 2) The Meeting of the members shall be held quarterly four (4) times a year in combination with the annual meeting. (ie. Feb., May, Aug., Nov.). The annual Meeting may be combined with the end of year banquet but must be held no later than November 22nd of each year. At the Annual Meeting, all Officers and the Board of Directors for the ensuing year will be elected by the Regular Family Members of the Corporation by ballot. The membership shall then transact such other business as may properly come before them.
- 3) A notice setting the time and place of each Annual Meeting shall be **sent** to each member of record electronically as it appears on the membership records of the Corporation, or if no electronic communication is available, postage paid mail will be sent to their last known place of residence, at least ten (10) days prior to the Annual Meeting. Notice of each membership meeting shall contain a statement of the time and place of the meeting and shall give notice of the election of Directors and Officers and the transaction of such other business as may properly come before the meeting. Proper statutory notice will be published where required by the laws of the State of Colorado.

- 4) If a quorum be not present at an Annual Meeting, the Regular Family members present in person, or by proxy, may adjourn to such future time as shall be agreed upon by them (not to exceed sixty (60) days at any one adjournment). Notice of such adjournment shall be electronically sent as it appears in Article IV, Item 3 at least ten (10) days before such adjournment meeting but if a quorum be present, they may adjourn from day to day as they see fit and no notices of adjournment need be given (See By-Law Article IV, Item 7).
- 5) Special meetings of the membership may be called at any time, at the request of any Director, the President, Vice President, Secretary, Treasurer, or by ten (10) percent or more of the Regular Family members eligible to vote at a membership meeting. The Secretary shall electronically send notice of such meeting to each member of the Corporation at least five (5) days before the meeting. Such notices shall state the time and place of such meeting and the object for which it is called. Notices by publication will be given only as required by the law of the State of Colorado, and the handling of adjournments shall be the same as in the case of the Annual Meeting.
- 6) To the extent permissible under the law of the State of Colorado, as they at the time may exist, notices of meeting, whether Annual or Special, may be waived by Regular Family members, evidencing such waiver in writing or signing an approval of the minutes of any meeting. Attendance at and participation in any meeting shall also be deemed a waiver notice thereof.
- 7) A majority of the Regular Family members who have paid their membership fees, present either in person or by proxy, shall constitute a quorum for transaction of business at any Annual meeting. Regular Family members may vote at all meetings. All proxies (of spouse only) shall be in writing and properly signed, they shall be filed with the Secretary before the start of the Annual Meeting, or other meeting(s) called for the purpose of electing Officers, Directors or Committee Chairpersons, only.
- 8) A ten (10) minute time limit shall be set for all debating on any motion.
- 9) One ballot will be used to fill all vacancies on committees or offices that have more than one opening. (Ex: Tech & Safety Committee has seven members. One ballot will be used to fill all seven positions. The seven people with the most votes will be the Tech & Safety Committee.)
- 10) Electronic mail may be substituted for postal mail when possible as long as all members are notified by one of these methods.

ARTICLE V

CLASSES OF MEMBERS

- 1) Two classes of memberships are hereby established: Regular Family membership and Alternate Handler membership.
- 2) A Regular Family member and his or her spouse shall be allowed one vote each on all matters.
- 3) Non-married Regular Family members shall be allowed only one (1) vote on all matters.
- 4) Regular Family members transferred from another club will not have voting privileges for one calendar year unless unanimously approved by the Clubs Board of Directors. Only Regular Family members in good standing have voting privileges.

ARTICLE VI

MEMBERSHIP REQUIREMENTS

- 1) Membership is open to anyone who is in accordance with current sanctioning body.
- 2) Membership Fees: There will be membership fees assessed each calendar year for the following:
 - a. Regular Family Membership
 - b. Alternate Handler Membership
 - c. Annual Car Fees
- 3) Only those Regular Family members that were RMQMA members in the previous racing season and have no outstanding RMQMA fines or debts will be allowed to vote at the annual meeting. No Regular Family member shall be allowed to vote at any meeting, until any fees, fines, debts or current membership dues have been paid.
- 4) Any person joining RMQMA after September 1st of any race session shall be given a 50% discount on the local portion of the membership fee.
- 5) Only current members in good standing with current sanctioning body may be permitted to utilize RMQMA facilities at any time.

- 6) All members must sign in and pay fee to IMI Motorsports before practicing at the track on non-race days. Failure to sign in and pay the practice fee will result in a Code of Conduct penalty/fine.
- 7) Prior to any on-track activity, the legal guardian of the driver must sign a release form/waiver, either with IMI Motorsports when signing in for practice or RMQMA when signing in for a club event.

ARTICLE VII

BY-LAWS

- 1) Any of these By-laws may be amended by two thirds (2/3) majority vote of the Regular Family members present, at any Annual Meeting, or at any special meeting called for that purpose. Proxies of spouse only will be allowed at the Annual Meeting, or other meetings called for, for electing Officers, Directors, or Committee chairpersons only.

ARTICLE VIII

RULES OF ORDER

- 1) The latest edition of Robert's Rules of Order shall be followed as the governing rules of order at all meeting of the members and of the Board of Directors.

ARTICLE IX

FINANCIAL MATTERS

- 1) All checks shall require two signatures. The Board of Directors shall elect two officers to be signatories on the account along with the treasurer who shall be a signatory on the account.
- 2) An audit of all financial transactions will be done annually at the request of the Regular Family members at the membership meeting in October or November by a person or committee of people not on the current Board of Directors or officer of RMQMA. Such audit shall be completed by December 31st.
- 3) A bank statement must be attached to monthly Treasurers reports.
- 4) Proof of expenses is required before reimbursement. Reimbursement will be by check only.

- 5) Any club related expense, other than normal operating costs (i.e.: but not limited to insurance, membership, etc.) totaling over \$300.00 must be approved by a majority of the Regular Family members in attendance at a regular or special club meeting.

ARTICLE X

CODE OF CONDUCT

- 1) COC: Published sanctioning body COC procedures must be followed for all conduct matters.
- 2) To ensure that your family's experience is positive and safe, RMQMA has instituted a zero-tolerance policy and reserves the right to resolve any dispute and take appropriate action.