



# Maui Motocross Association

*a non-profit Hawaii corporation*

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## By Laws

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### Article I

#### *Name and purpose*

#### Section I

The name of the organization shall be Maui Motocross Association.

#### Section II

The Maui Motocross Association is organized exclusively for promoting, and educating motorcycle and/or quad activities in a safe environment, for the benefit of the community of all ages.

### Article II

#### *Membership*

#### Section I

The members of the corporation shall consist of members who have met the following criterion:

1. Completed and notarized membership form and waiver as provided by corporation.
2. Paid annual membership dues as set by the Board of Directors.
3. All minor aged members must also have a parent and/or guardian complete and notarize a membership form and waiver; annual membership dues will apply.
4. Follow all rules and regulations set by the Board of Directors during any activities organized by Maui Motocross Association.

#### Section II

Members are subject to termination of membership by 2/3<sup>rd</sup>s vote of the Board of Directors after an appropriate hearing. Cause for termination hearing shall include excessive insubordination, alcohol or drug abuse, violence, unsafe behavior that would jeopardize the safety of them, or any member of the corporation.

### **Section III**

If any member in good standing with the corporation would like to review any documentation from the Board, a written request must be submitted to the secretary. Upon receipt, a meeting may be set up between the secretary and interested party to review documents.

### **Section IV**

Any Suggestions or concerns that a club member has may be mailed in to our P.O. Box 880849, Pukalani, Hawaii, 96788. Your suggestions and/or concerns will be addressed at the next regular Board of Directors meeting of which the member will be notified.

## **Article III**

### *Annual Meeting*

#### **Section I**

Annual meeting - The date of the regular annual meeting shall be set by the Board of Directors. Who Shall also set the time and place.

#### **Section II**

Special meetings - A special meeting may be called by President of the Board of Directors, or executive Committee.

#### **Section V**

Terms - All Board members shall serve a two (2) year term, but are eligible for re-election.

## **Article IV**

### *Board of Directors*

A qualified person shall constitute a person who is in good standing with the association, familiar with motocross activities, special events, track maintenance, administrative, organizational experience, and consistently available to carry out duties. Officers of the Board of Directors will be elected by majority vote of the current Directors.

#### **Section I**

Board role, size and compensation. The Board is responsible for overall policy and direction of the association, and delegates' responsibility for day to day operations. The Board shall have up to ten (10) and not fewer than five (5) members. The Board receives no compensation other than reimbursable expenses directly related to the operation of the association.

#### **Section II**

Meeting - the Board shall meet a minimum of once a month, at an agreed upon time and place. Additional meetings may be called as called out in Article III, Section 2.

#### **Section III**

Conduct of meeting- The president, or in his absence the vice president, shall preside at all meetings of members. The members may from time to time adopt rules of order regulating their meetings. Such rules

of order so adopted shall continue in effect until amended or repealed. Only the items of business on the agenda, as set forth in the notice for that meeting, shall be considered or acted upon at that meeting.

#### **Section IV**

Board Elections- Election of new Directors or election of current Directors to a second term will occur at the annual meeting of the association. At any annual meeting of the association, or at any special meeting of the association for which notice shall state the election of a Director(s) as the business to be conducted at such special meeting, any member may nominate from the floor one or more qualified person(s) for election as a director.

#### **Section VI**

Quorum- A quorum must be attended by one more than half of the Board members before business can be transacted or motions made or passed. Any permitted action of the members may be taken or ratified, and any resolution may be enacted, at any meeting of the members upon affirmative vote of the majority of the members present at such meeting. In absence of a quorum at any meeting of members, a majority of the members present in person and by proxy may without providing for further notice of meeting, adjourn such meeting from time to time in order to secure the presence of a quorum.

#### **Section VII**

Officers and their duties - there shall be four (4) officers of the Board consisting of a President, Vice President, Secretary, and Treasurer. Their duties are as follows:

**President** - Shall convene regularly scheduled board meetings, shall preside or arrange for other members of the directors to preside, at each meeting in following order; Vice President, Secretary, and Treasurer. He/she will also be the event coordinator. If he/she is not available, then someone will be appointed.

**Vice President** - will preside over meetings should the president be unavailable. He/she will chair committee on special subjects as designated by the Board.

**Secretary** - Shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that associations records are maintained.

**Treasurer** - Shall make a report at each board meeting, chair the finance committee, assist in preparation of budget, help develop fundraising plans, and make financial information available to board members and the public.

#### **Section VIII**

Vacancies - When a vacancy on the board exists, nominations for a new board member may be received from present board members by the secretary two weeks in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be voted upon at the next board meeting. These vacancies will be filled only to end of the particular board members term. However, the president may receive a verbal resignation per based on the situation. A board member shall be dropped for excess absences from the board. If he/she has three (3) unexcused absences from board meetings in a year. Board members may board members term. A vacant position can be combined with another officers position temporarily until above stated process can be initiated and completed.

## **Section IX**

Resignation, termination, and absences - Resignation from the board must be made in writing and received by the secretary. However, the president may receive a verbal resignation based on the situation. A board member shall be terminated for excessive absences; if he/she has three (3) unexcused absences from board meetings in a year. A board member may be removed for other reasons by a  $\frac{3}{4}$  vote of the remaining directors

## **Article V**

### *Committees*

#### **Section I**

The Board may create committees as needed, such as fundraising, judging, etc. The president appoints committee chairs.

#### **Section II**

Executive Committee - Four (4) officers serve as the members of the executive committee. Except for the power to amend the articles of incorporation and bylaws, the executive committee shall have all of the powers and authority of the board of directors in the intervals between meetings of the board of directors, subject to the direction and control of the board of directors.

#### **Section III**

Finance Committee - The Treasurer is chair of the finance committee, which includes three (3) other board members. Finance committee is responsible for developing and reviewing fiscal procedures, fundraising plans, and annual budget with staff and other board of members. The board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the board or executive committee. The fiscal year begins and ends on March 1st. Annual reports are required to be submitted to the board showing income, expenditures are public information and shall be made available to the membership, board members and the public, by appointment made with either the secretary and/or treasurer.

## **Article VI**

### *Amendments*

#### **Section I**

These bylaws may be amended when necessary by  $\frac{2}{3}$  majority of the board of directors. Proposed amendments must be submitted to the secretary, to be sent out with regular board announcements.

## **Article VII**

### **Interpretation of Bylaws**

These bylaws were approved at the meeting of the Board of Directors of Maui Motocross Association on August 17, 1999.