

BY-LAWS NW PRO FOUR TRUCK TOUR

ARTICLE 1

NAME AND PURPOSE

Section 1

The name of the corporation shall be NW PRO FOUR TRUCK TOUR, also known as NW PRO-4 TRUCKS.

Section 2

The purpose of the corporation is: to promote, foster and encourage the sport of PRO-4 truck racing; to provide organized activity wherein racers can participate together; to teach and instruct the membership in driving safety and sportsmanship; to provide regulated races wherein racers compete.

Section 3

These by-laws may be amended at the annual meeting or a special meeting of the membership. Any vote to change a bylaw will require a two-thirds vote, of those present (66.6%) in order to pass.

DISSOLUTION – Upon dissolution, all assets of the organization or the proceeds there from shall be donated to a charity that qualifies under section 501 (c)(3) of the Internal Revenue Service Code. These bylaws will be subject to further review regarding RCW 24.03.A, and upon consulting with an attorney. These by-laws dated December ,2023 are the original by-laws of the newly formed NW PRO FOUR TRUCK TOUR.

ARTICLE 2

MEMBERSHIP

Section 1

Membership in the club shall consist of those persons interested in fulfilling the purpose of the club as set forth herein: Membership is open to all persons who meet eligibility requirements at the scheduled tracks. Any member under 18 years of age MUST present a signed permission form from their parents or legal guardians.

Section 2

DUES- All members of the organization shall pay dues on or before March 1st. Membership Dues are as follows:

Regular Membership: Truck Number \$100 Driver \$100

Additional Drivers for trucks will pay \$100 before competing.

Section 3

The Membership year is from March 1st – February 28TH

ARTICLE 3

PRIVILEGES

Section 1

Under one paid Regular membership (Truck Number/Driver) you will be entitled to one vote.

All Regular members in good standing are authorized to vote at any membership or special meeting. Any person who wishes to attend a meeting of the board of directors may do so and may enter into the discussion of NORTHWEST PRO FOUR TRUCK TOUR business if the presiding chairman wishes to allow discussion by persons other than NORTHWEST PRO FOUR TRUCK TOUR members.

Any member in good standing may attend the board of directors' meetings, and may participate in the discussion of business, but does not have the right to vote. Member in good standing is defined as follows: any member that has paid all membership dues, fees, fines, and has completed all duties required by the club and organization and is not currently serving a suspension.

ARTICLE 4

MEETINGS

Section 1

ANNUAL MEETING – The regular October meeting shall be considered the annual meeting. At said meeting the members shall consider reports of the affairs of the corporation and transact such business as may be properly brought before the meeting. At this time that members may present and vote on additions or deletions to the by-laws.

Section 2

SPECIAL MEETINGS – A special meeting of members may be convened at any time by the board of directors and shall be arranged within seven (7) days from the receipt of a requisition in writing signed by 25% of members, specifying the subject of the meeting to be convened, and notice of such special meeting shall be sent to the members no less than fourteen (14) days before the scheduled meeting.

Section 3

MEMBERSHIP MEETINGS – Quarterly meetings of the membership for the purpose of discussing NW PRO FOUR TRUCK TOUR business shall be held at such time and place as determined by the board of directors.

Section 4

NOTICE OF MEETINGS – All members shall receive notice of all meetings. Notice shall be given at least fourteen (14) days before the date of said meeting. Email will be recognized as written notice. It is the responsibility of individual members to ensure that the club secretary has current email address for the purpose of meeting notification. Notice of meetings shall state whether the meeting will be conducted in person, electronically, or a combination and shall include all login information and rules for meetings held electronically.

Section 5

REGULAR BOARD MEETINGS – Regular meetings of the board of directors shall be held each month at such time and place as designated by the president.

Section 6

SPECIAL BOARD MEETINGS – Special meetings of the board of directors for any purpose shall be called at any time by the president or by the secretary, upon the order of any two board members. Each and every director must be notified of any special board meeting, and the subject matter prompting the meeting. If there are decisions to be made by the board of directors between scheduled meetings, they may be made via email and will be recorded in the record of meeting minutes.

Section 7

REMOVAL OF DIRECTORS – Any director may be removed from office at any time for cause by a majority vote of the members attending a special meeting. Should the number of members voting for the removal not exceed 50% of the total membership, the board member so removed may call for a subsequent special meeting to reconsider his removal. Said subsequent election shall be held within 30 days after it has been requested and must be preceded by notice of the meeting which sets forth the reason for which the meeting was called. For the purpose of the subsequent meeting, a majority vote of the members in attendance is required to sustain the removal from the board of directors.

Section 8

QUORUM – Board of Directors: a minimum of three (3) board members shall be present for the transaction of any business of the organization at any regular or special board meeting.

Section 9

QUORUM – Membership: A minimum of five (5) Regular and three (3) board members shall constitute a quorum, unless otherwise specified.

Section 10

PARLIAMENTARY AUTHORITY - The rules contained in Robert's Rules of Order shall be used as a reference for the society in all cases to which they are applicable and in which they are not inconsistent with the by-laws of this organization.

ARTICLE 6
FINANCIAL REQUIREMENTS

Section 1

The fiscal year shall be from January 1 through December 31.

Section 2

A review of financial records will be conducted in October of each year by a committee consisting of two (2) board members and two (2) Regular members who are not on the board of directors. The Treasurer will not be on this committee but must be available in person, by phone, or by video to answer questions. This committee will report its findings at the annual meeting.

Section 3

Northwest Pro four Truck will adopt an annual operating budget of income and expense no later than March 31.

ARTICLE 7
BOARD OF DIRECTORS

Section 1

All business and affairs of the corporation shall be controlled by the board of directors. The board has the authority to appoint any committee to be made up of members of the corporation who are not directors, but each committee must include at least one director in its membership.

Section 2

The nomination of members for a position on the board of directors shall open at the October business meeting. The number of directors of this corporation shall be established at five (5). At the time of election, each board of director candidate shall be a member in good standing. Elections will be conducted by issuing to and collecting from each voting member one ballot at the October membership meeting. The President will select three (3) persons from the members present to serve as the tellers committee. The tellers committee will distribute, collect, and verify the ballots. The committee will select a chairperson who will oversee and confirm the counting of the votes cast for each position. The chairperson will prepare a written Tellers Committee Report of the election results to include the number of votes cast for each position and the number of votes received by each candidate. The chairperson will announce the names of the newly elected board members to the membership prior to the end of the meeting. The Tellers Committee Report will be given to the Secretary for placement in the official records of the corporation. New directors shall take office on November 1.

Section 3

3 (A) PRESIDENT – The membership shall elect, from their own number, a president of said organization during even numbered years. The president shall chair all meetings of the members in addition to any other duties this office may require. The president shall preside at all meetings, shall sign all notes, contracts, deeds, outages, releases, bills of sales, leases and all papers and instruments required to be

executed by the corporation in its name. The president shall guide and direct all activities of the organization and be responsible for the overall growth of said organization. The president or his/her designee shall be the single point of contact to government officials for initiating discussion of club business.

3 (B) VICE PRESIDENT – The membership shall elect, from their own number, a vice president of said organization during odd numbered years. The vice president shall serve as the chairman of all meetings in the absence of the president. The vice president will assist the president in every aspect of their office. The vice president shall be directly responsible for increasing the membership of the organization and in this capacity, they shall direct any activities necessary to fulfill this goal. The vice president shall be responsible for club promotion and the acquisition of new sponsors and the maintaining of those relationships.

3 (C) SECRETARY – The membership shall elect, from their own number, a secretary of said organization during even numbered years. The secretary shall keep full and accurate minutes of all meetings, both regular and special, of the board of directors and of the membership at large. The minutes of the meetings shall be recorded in proper books to be kept for that purpose. The secretary shall be custodian of correspondence to and from the association.

3 (D) TREASURER – The membership shall elect, from their own number, a treasurer of said organization during odd numbered years. The president, secretary and treasurer shall have executive control of all expenditures made by the corporation and the custody of all funds belonging to the corporation. The treasurer's management of the financial affairs of the corporation will be subject only to the approval or ratification of the board of directors. All signatures relating to bank accounts and financial transactions shall require two board member signatures. The treasurer shall maintain an asset register showing all equipment.

3(E) SERGEANT AT ARMS – The membership shall elect, from their own number, a sergeant at arms. The sergeant at arms shall have the duties centered on enforcing protocol and keeping meetings on track.

3 (E) TECHNICAL DIRECTOR- The membership shall elect, from their own number, a technical director. The technical director shall appoint a committee, consisting of up to two members who are willing and have the ability to assume the responsibility of this position. The tech committee shall have full authority to inspect, in any manner deemed necessary, to determine the legality of any car or engine racing on our track without prior notice. The technical director is a non-voting member of the Board.