



BYLAWS

Revised – February 2023

Current for 2023



Medicine Hat Auto Racing Association

(Hereinafter known as MHARA)

REVISED: FEBRUARY 2023

BYLAWS

The MHARA rules shall apply to all drivers, owners, sponsors, mechanics, crew members, volunteers and/or any other pit personnel (collectively known as participants) participating in MHARA recognized events.

Anyone attempting to circumvent the rules or judged to be going against the spirit or intent of these rules of the organization is subject to disqualification or suspension.

Reference book for bylaw interpretation will be

Webster's New World Robert's Rules of Order Simplified and Applied

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ARTICLE 1 MEMBERSHIP

- 1.1 MHARA may allow as a member any individual interested in MHARA racing as long as that individual has completely and truthfully completed a membership application and paid the fee(s) due for membership.
- 1.2 Any person being the full age of sixteen (16) years may become a member of MHARA. (see Article 3 for Junior Membership).
- 1.3 MHARA membership runs from January 1 to December 31 of the same year and must be renewed on an annual basis. No new registrations shall be purchased from Sept 30 – January 1.
- 1.4 Members have a forty-five (45) day grace period following December 31 to renew memberships, after which time the individual is treated in the same manner as stated for new members.
- 1.5 Membership fee in the MHARA shall be determined annually, by the board of directors.

ARTICLE 2 PROCEDURE FOR ACQUISITION OF NEW/LAPSED MEMBERSHIP

- 2.1 Membership applications and annual dues must be paid to the treasurer/designate.
- 2.2 Membership application will be reviewed/accepted /rejected by the executive.
- 2.3 Should any questions or concerns arise from any membership application, the applicant will be notified in writing by the President and/or designate.

ARTICLE 3 JR. MEMBERSHIP

- 3.1. Junior membership is open to any youth 8 to 15 years of age, who are a part of a race team actively participating at MHARA events.
- 3.2. Junior Membership includes a membership for one parent/guardian. Voting rights would be included with the board. Cannot run for board position.
- 3.3. The junior member has NO voting rights and cannot run for office.
- 3.4. When youth turn 16, he/she has the opportunity to upgrade membership to regular member status.

ARTICLE 4 MHARA TRACK VOLUNTEERS

4.1 A volunteer is a person who performs a service willingly and without pay.

ARTICLE 5 WITHDRAWAL OF MEMBERSHIP

5.1 Any member wishing to withdraw from membership may do so upon submitting a notice in writing to the Board of Directors through the Secretary or designate.

5.2 Members will lose member privileges if they break the code of conduct or if it is determined by the board that it is detrimental to the club for that person to continue as a member.

ARTICLE 6 ELIGIBILITY FOR OFFICE / MEMBER IN GOOD STANDING

6.1 In order to be considered to be a member, all fines must be paid, all suspensions must be fully served, all outstanding debts to MHARA must be fully paid.

6.2 Any paid member, who has been a member for a minimum of thirty (30) days shall be eligible to fill any position in MHARA other than the president.

6.3 The President nominees must be a current member and someone who is currently on the Board of Directors or who has previously served on the board, no less than 5 years ago.

ARTICLE 7 ADVERTISING AND PROMOTION RELEASE

7.1 By entering into any MHARA event, drivers, car owners, crew and agents assign all commercial communication and broadcast rights including photos, videos, or sounds of the event to MHARA and name MHARA as their agent and representative regarding such rights.

ARTICLE 8 MEETINGS (general, special, annual)

8.1 "General meetings" shall be held once each month from February to December on the 2nd Thursday of the month, unless otherwise stated.

8.2 "Annual General Meeting" shall be held in January of each year. Notice will be given to members by email or social media a minimum of ten (10) days prior to the date of the meeting.

8.3 "Special meeting" shall be called by the President or Secretary upon receipt of a petition signed by one-third (1/3) of the members in good standing setting forth the reason for calling such meeting which shall be sent via email or social media to each member, delivered seven (7) days prior to the meeting.

ARTICLE 9 QUORUMS

9.1 Quorum for board meetings and general meetings is 4 members in good standing. For a general or annual meeting, a quorum will be 4 members in good standing not including the board members: a minimum of 8 members including board members.

ARTICLE 10 VOTING PRIVILEGES

10.1 Any member in good standing (except Junior Members), who has been a member for not less than thirty (30) days and has the right to vote at any general, annual general or special meetings of the MHARA.

10.2 Voting at regularly scheduled and annual general meetings may be made by proxy vote in special circumstances when the member is unable to attend regularly scheduled meeting.

10.2.1 The member must notify the Secretary or designate, and one other person, a ballot will be sent to him/her via email.

10.2.2 After the member has completed the proxy ballot it must be signed (the email address counts as a signature) and emailed to the Secretary or designate, and the other person, for presentation at the meeting.

10.3 Bylaws cannot be voted on by proxy.

10.4 Voting for election of officers shall be conducted using secret ballot in person or following the criteria listed in 10.2.

10.5 PROCEDURE FOR VOTING DURING ELECTIONS

10.5.1 President or Vice President or designate (whichever is not affected by election) shall distribute the ballots to all members in good standing following current membership list.

10.5.2 One member at large will be selected to assist with distribution and collection of ballots.

10.5.3 Distribution of ballots will be done by President/Vice President/designate calling the members name using the membership list and having said member come forward and receive ballot. Member's name will be checked off on appropriate form and upon completion of ballot, said ballot will be brought forward and returned to President/Vice President/designate and this return will be documented on same form.

10.5.4 President/Vice President and 2 members at large will count ballots. The three people will sign off on official ballot reconciliation sheet to be retained by secretary with minutes.

10.5.5 In the case of a tie, there will be another vote for the two tied nominees by the members in good standing in attendance.

10.6 PROCEDURE FOR NOMINATIONS

10.6.1 President or Vice President or designate (whichever is not affected by election) shall run meeting and one member of the executive will be appointed to keep track of the nominations to ensure that anyone making nomination or seconding the nomination is a member in good standing.

10.6.2 In order to run for any elected/appointed position, a member MUST be nominated by a member and seconded by another member. The appointee must accept the nomination.

10.6.3 Nominations will be recorded in the minutes.

ARTICLE 11 ELECTION OF BOARD OF DIRECTORS

11.1 The Board of Directors shall be elected for a two (2) year term on a rotating basis. Note: Nominations for all positions will take place in November and Decembers, but election will take place on January annual meeting.

11.1.1 President, Secretary and two Directors and one associate director shall be elected in odd years (2017, 2019, etc.).

11.1.2 Vice President, Treasurer and three Directors and one associate director shall be elected in even years (2016, 2018, etc.).

11.1.3 The board may appoint associate directors annually as needed.

11.2 Elections will take place at the Annual General Meeting in January using secret ballot.

11.3 Following the election at the Annual General Meeting. Those elected shall, at the close of the meeting, form the Board of Directors and shall serve until their term is expired or until they resign or are removed from their position.

ARTICLE 12 GUIDELINES FOR CONFIDENTIALITY

12.1 Confidentiality is the safeguarding of private member information by the MHARA and by everyone involved in its operation.

All persons directly associated with the Board of Directors shall sign an Oath of confidentiality, immediately upon taking office; this oath is given to the Secretary for the records. In situations involving a friend or relative of a board member, said Board member is to declare a conflict of interest and may be excused from the room during the discussion.

ARTICLE 13 BOARD OF DIRECTORS

13.1 The Board of Directors for the MHARA shall consist of:

13.1.1 President

13.1.2 Vice President

13.1.3 Secretary

13.1.4 Treasurer

13.1.5 5 Directors

13.1.6 2 Associate Directors (who will not have voting privileges at board meetings)

ARTICLE 14 BOARD RESPONSIBILITIES & MEETINGS

14.1 The Board of Directors shall, have full control and management of the affairs of the MHARA.

14.2 Non-scheduled meetings of the Board of Directors shall be called by the President.

14.3 In exceptional circumstances, any four (4) members shall constitute a quorum and meetings shall be held without notice. If a quorum is present any business transacted at such meetings shall be presented at the next regularly called meeting of the Board, or they shall be null and void.

14.4 Board decisions will be made by majority rule.

ARTICLE 15 BOARD OF DIRECTORS RESPONSIBILITIES**15.1 PRESIDENT**

15.1.1 Exercise supervision over the affairs of MHARA and shall sign all official correspondence.

15.1.2 Preside at all meetings and may assign specific duties to the Vice President.

15.1.3 Call meetings of the Board of Directors.

15.1.4 If any question arises as to the interpretation of the bylaws as it relates to the affairs of the MHARA, the President shall give interpretation which shall be final and binding on all affected persons unless and until reversed by the appeals committee.

15.1.5 Shall be ex-officio member of all committees of MHARA.

15.2 VICE PRESIDENT

15.2.1 Assist the President in the execution of his/her duties and may act on his/her behalf when so authorized.

15.2.2 In the temporary absence of the President shall perform the duties of the President.

NOTE: In the absence of both the President and Vice-President a chairperson shall be selected from members of the Board of Directors present at said meeting.

15.3 SECRETARY

15.3.1 Shall keep record of all the members of the MHARA and their addresses. This will include membership and vehicle listing – copies will be distributed to the treasurer.

15.3.2 Receive and reply to all correspondence on behalf of the MHARA as directed by the members.

15.3.3 Shall arrange/ book and give due notice of all meetings and ensure that accurate minutes are kept.

15.3.4 Have custody of minutes and records related to position.

15.3.5 Provide for the meeting an agenda, minutes, correspondence and other records pertinent to the business of any meeting.

15.3.6 Ensure that all reports are submitted in a timely manner.

15.3.7 Ensure that all bylaw changes are submitted using registered mail by February 15th.

15.4 TREASURER

- 15.4.1 Shall be the “Chief Financial Officer” of MHARA.
- 15.4.2 Use of a computer accounting program as determined by the Board of Directors shall be used for keeping the financial records of MHARA.
- 15.4.3 Have custody of all financial and accounting documents and shall be responsible for all accounting and financial records of MHARA.
- 15.4.4 Prepare and provide a bank balance at monthly meetings.
- 15.4.5 Prepare and distribute a financial statement quarterly based on year end.
- 15.4.6 Prepare and submit an “event report”, which is compiled of reports completed by each department as per treasurer’s requirement, following each race event for the Board of Directors and membership upon request.
- 15.4.7 Prepare and have audited an annual financial statement, or a review engagement every 2 years prepared by an external accountant as chosen by the board and on opposite years – NTR prepared by an external accountant. (as per treasurer’s term).
- 15.4.8 Prepare and submit all statements as required by law/government by registered mail. A copy of such submissions will be reported to and available for inspection of the Board of Directors and members in good standing.
- 15.4.9 Advertising agreements will be documented on the contra-information sheets provided by the marketing team(s) and they are responsible for invoicing the sponsors and providing copies to the treasurer.
- 15.4.10 MHARA Members may democratically request an audit of the financial status of the association through proper channels at any time.

15.5 DIRECTORS

- 15.5.1 Attend the meetings of the Board of Directors.
- 15.5.2 Report concerns of the membership.
- 15.5.3 Represent the interests and concerns of all members of MHARA.

15.6 SPONSORSHIP/ SALES (may or may not be a paid position)

- 15.6.1 Assist MHARA in putting together an ad package to present to prospective sponsors.
- 15.6.2 Procure sponsorship for the Medicine Hat Speedway and send copies to the treasurer; all payments for sponsorship will be sent to the treasurer.
- 15.6.3 Have program ads approved by sponsors and submit to program director, who will provide to the Secretary via email, to present to the Board Members.
- 15.6.4 Provide logos and website/Facebook page addresses to MHARA.
- 15.6.5 Greet sponsors at the track.

NOTE: All books, records and pertinent information acquired directly from all positions shall be turned over immediately to the next duly elected/appointed executive filling the position. All of this information will remain in the hands of a current board member at all times (except in rare instances with board knowledge and permission).

ARTICLE 16 COMMITTEES**16.1 BY-LAW COMMITTEE**

- 16.1.1 Annually, a bylaw review committee will be formed which will include 2 appointed board members and whenever possible one member from each class.
- 16.1.2 Committee members will review bylaw suggestions and will compile such suggestions for membership approval. Suggestions shall be brought to the December meeting.
- 16.1.3 All information acquired by virtue of position will be immediately turned over to the next committee members.

16.3 MEDIA LIAISON

- 16.3.1 The media liaison shall, along with the promotor, establish and maintain liaison with press and broadcasting media for the purpose of reporting and publicizing MHARA events and community activities.

ARTICLE 17 VOLUNTARY RESIGNATIONS FROM APPOINTED / ELECTED POSITIONS.

- 17.1 Any elected or appointed Executive member or committee member may resign at any time by giving written notice to the President (or Vice President in the case of a Presidential resignation.).
- 17.2 Any vacancy on the Board of Directors occurring during the year, shall be filled at the next meeting following election protocol. The board may fill the vacancy with an appointment in the interim.

ARTICLE 18 REMOVAL FROM OFFICE

- 18.1 Any officer or director, upon a majority vote of all members in good standing may be removed from the office for any cause which the MHARA may deem reasonable.
- 18.2 A special meeting called for this sole purpose will be called by the President or designate.
- 18.3 Any member of the Board of Directors will automatically cease to hold their office upon the occurrence of missing two (2) consecutive meetings of the Board without just cause.

ARTICLE 19 SIGNING AUTHORITY

- 19.1 Signatories on all MHARA bank accounts shall consist of at least three (3) signatures.
- 19.2 Two signatories must sign all cheques.

ARTICLE 20 DISBURSEMENT OF MONEY

- 20.1 ALL money shall be distributed by means of cheque or cash: all cash payments must be signed for.

ARTICLE 21 REMUNERATION

- 21.1 No officer of the MHARA shall receive any financial remuneration for his/her service.
- 21.2 In the event that individuals must be paid for a service to the MHARA, first option for employment would be internal. Such employment would be authorized by the membership and resumes would be evaluated by the Board of Directors.

ARTICLE 22 REIMBURSEMENT

22.1 Board of Director or Committee members may request to be reimbursed for actual, necessary and reasonable travel and subsistence expenses incurred by them in the performance of their duties. All receipts must be submitted for reimbursement using Expense Report.

ARTICLE 23 CONTRACTED SERVICES

23.1 The Board of Directors shall assess/evaluate multiple written quotes from various reputable companies when making a recommendation to MHARA.

ARTICLE 24 ASSET DISPOSITION/ASSET PURCHASING

24.1 The Board of Directors shall recommend to the MHARA, the disposition of capital assets with no useful life by trade if possible or sell at a fair market value. To be approved by the general membership.

24.2 A motion duly made, seconded, and passed at a general meeting must substantiate the purchasing of assets over \$1000.

ARTICLE 25 BORROWING POWER

25.1 For the purpose of carrying out its objectives, the MHARA may borrow or raise or secure the payment of money in such manner as it sees fit and in particular by the issue of debentures.

25.2 This power shall be exercised only under the authority of the membership.

25.3 Debentures shall not be issued without the sanction of a special resolution of the MHARA members.

ARTICLE 26 AUDITING

26.1 The fiscal year of MHARA is January 1 – December 31 inclusive.

26.2 The books, accounts and records of the Secretary and Treasurer shall have a NTR (Notice To Reader) on odd years and either a review engagement or an audit on even years by or an audit by an accounting firm approved by the board.

26.3 A complete and proper statement of the standing of the books for the previous year shall be submitted by the auditor at the next General Meeting of MHARA.

26.4 The books and records of MHARA may be inspected by the members at any time upon giving reasonable notice (10 days) and arranging a time satisfactory to the officer or officers having charge of such records.

26.5 Members of the Board of Directors shall at all times have access to the books and records of the MHARA.

ARTICLE 27 CODE OF CONDUCT

All MHARA members will be expected to abide by the following code of conduct at all MHARA events. The driver is responsible for the actions and words of the car owner, pit crew, and anyone associated with their race vehicle in all respects.

Throughout this section, the word “Driver” shall mean the driver and anyone associated with that driver at the track. The driver shall be the sole spokesman for his / her car owner and pit crew in any and all matters and must deal with the MHARA executive and/or officials regarding their conduct and behaviour.

27.1 Harassment of MHARA executive or track officials, safety crews, ambulance crews or spectators will not be tolerated. (Zero tolerance.)

27.2 Harassment of other racers and/or their crews, families will not be tolerated (zero tolerance).

NOTE: Violation of the Code of Conduct could result in a one thousand (\$1000) dollar fine.

27.3 Physical violence will never be tolerated by anyone at any time.

Violation of this policy may result in a fine of up to one thousand (1000) dollars to the offender plus suspension of two (2) race events. A second violation will result in a minimum of a one thousand (1000) dollar fine plus suspension of up to twelve (12) calendar months from date of incident.

27.4 Any concerns regarding the racing events must be taken to MHARA officials ONLY. Any driver/member who leaves the pit area and confronts track officials in the track tower, flag stand or in any way interrupts duties during racing events will be immediately expelled from the MHARA event and will receive a one hundred (100) dollar fine. Each additional offence will generate a hundred (100) dollar greater fine. i.e. \$200, \$300, \$400. Further suspensions as warranted and determined by the board.

27.5 Any party who willfully or maliciously uses a race car, or any other object on the track or in the pits to destroy or damage another person’s personal property will be IMMEDIATELY suspended plus be subject to a fine of one thousand (1000) dollars with each additional offence generating a \$100 greater fine. I.e. \$1100, \$1200, \$1300. The length of the suspension will be based on the number of incidents and severity and will be determined by the board of directors. (Suspensions could be lifetime.)

NOTE: All fines must be paid and suspensions served before the offender will be allowed to participate in any additional MHARA events.

ARTICLE 28 SUSPENSION POLICY / PROCEDURE—NON-COMPETITION INCIDENT

28.1 Failure to follow these rules may result in suspension, which will be determined by the Board of Directors on a case-by-case basis.

ARTICLE 29 FINALITY OF DECISIONS AND INTERPRETATIONS

29.1 The decisions of the MHARA executive/officials, including the interpretation and application of the bylaws/rules and the scoring of positions, shall be final, binding and non-appealable.

ARTICLE 30 DEFINITION OF A PARTICIPANT

30.1 *DEFINITION OF PARTICIPANT*-any person taking part in any event at Medicine Hat Speedway in any form, including but not limited to, drivers, owners, mechanics, crew members, sponsors, track officials or pit area observers. All participants are responsible for their personal conduct and safety. A waiver and release of liability and indemnity agreement must be signed by each participant at the time of entry into property leased by Medicine Hat Auto Racing Association.

ARTICLE 31 COVENANTS NOT TO SUE

31.1 All participants, agree that all decisions of MHARA race officials, shall be binding.

31.2 All participants agree not to take legal action against MHARA, its officials, or board members. All participants further covenant and agree that they will not initiate any type of legal actions against MHARA or an MHARA official to challenge such decisions, to seek monetary damages, to seek injunctive relief or to seek any other kind of legal remedy.

31.3 All legal costs will be paid by participants.

ARTICLE 31 CLASS REQUIREMENTS

31.1 The board (with member input) has final say on any new class being added to MHARA.

31.2 A minimum of five (5) registered cars is needed to make any class.

ARTICLE 32 CLASS RULES

32.1 Discussion on ALL class rules to be held annually. All class rules suggestions MUST be submitted in writing prior to November 30.

32.2 The board of directors will mandate all local class rule packages.

ARTICLE 33 BYLAWS

33.1 The bylaws may be rescinded, altered, or added to by a "Special Resolution" from MHARA

33.2 All suggestions for changes to the MHARA bylaws must be submitted in writing prior to November 30.

33.3 First reading of intended bylaw changes will be done at the December General Meeting with discussion on the changes.

33.4 Second reading of intended bylaws changes will be done at the January AGM meeting (voting may occur at the AGM if agreed upon).

33.5 Third reading, and voting on, the bylaw changes will be done at the February meeting if needed.