

BY LAWS

TACOMA INBOARD RACING ASSOCIATION

NAME

The name of this corporation shall be the *Tacoma Inboard Racing Association*, and as an affiliate of the American Power Boat Association, shall be governed by the judicial laws of the same.

ARTICLE I

Objectives

It is hereby declared to be among the objects and powers of this corporation:

1. Promote and protect the interest of drivers and owners of inboard boats and particularly inboard racing boats.
2. To establish and enforce rules and regulations relating to the safety of inboard racing boats, together with rules and requirements for driver qualifications.
3. To promote and conduct inboard races.
4. To contract with, or accept contributions, from any person, firm or corporation interested in the objects or work of the corporation.
5. To affiliate with non-profit corporations, associations and federations organized to further the interest of boat racing in general.
6. To do all other lawful things considered necessary or advisable to provide for the general welfare of the members of the corporation.

ARTICLE II

Location

The principle place of business of the corporation shall be at the City of Tacoma, Washington, Pierce County, or at such place as from time may be fixed by the Board of Trustees.

ARTICLE III

Members

A.

1. The members of this corporation shall be drivers or owners of inboard racing boats, and such other individuals who are interested in racing.
2. Members shall be provided a copy of the Corporation By Laws.

B.

1. A new applicant shall be a person who has not been a member of the corporation in the last two years.
2. New applications shall be sponsored by a member in good standing in the corporation.
3. Shall be accompanied by one years dues
4. Shall state that the applicant accepts and agrees to be bound by the provisions of the By Laws of the corporation.
5. Applicant is subject to approval by majority vote of the club, after first being passed by the Board of Trustees, only if questioned by one or more current members.

C.

1. Membership in this corporation may be terminated as follows:
 - a. By death of member
 - b. By written resignation of the member
 - c. By expulsion of the member by vote of two-thirds of the membership of the Board of Trustees:
 - (1) Provided, however that no member may be expelled except for a violation of the By Laws of this corporation now or here after adopted
 - (2) or of the rules and regulations general in their nature adopted by the Board of Trustees,
 - (3) or by failure to pay his dues to the corporation
 - (4) or by reason of conduct contrary to the principles and aims of this corporation.
 - d. Any member that is subject to suspension by the APBA or has a protest pending shall be automatically on probation until such time that the Board Members can call a special vote to determine the future status of said member relative to the designated time suspension of expulsion of said member from the corporation.

D.

1. All funds collected by this corporation from its membership or other wise, are devoted to the furtherance of the objects of the corporation.
2. Whenever the membership of any member shall be terminated as herein provided, such member shall have no interest in said funds or in any of the property of the corporation.

E.

1. In section C and D of this article, the word "member" whenever applicable, shall include non-racing members.

ARTICLE IV

Non-Racing Members

Non-racing members shall have all of the rights and privileges accorded to racing members, including the right to vote except on direct issues pertaining to owners or drivers or at the discretion of the Commodore.

Honorary Members

Honorary members shall have all of the rights and privileges accorded members, except the right to vote or hold office.

ARTICLE V

Meetings

- A. The regular meeting of this corporation shall be held each year at the office of the corporation in Tacoma, Washington, or at such other place in Washington, as may be designated by the Board of Trustees.
- B. Regular monthly meetings of the members shall be held on the first Thursday of each month from November to and including, October of each year at the office of the corporation in Tacoma, Washington, or at such other place as may be designated by the Board of Trustees.
- C. Special meeting of the paid membership may be called by a majority of the Board of Trustees and or shall be called by the Commodore upon written request of twenty-five percent of the paid membership.
- D. Each member shall be entitled on all matters coming before the meetings of the membership to one vote, except as otherwise provided in these By Laws. No member shall vote by proxy or by mail.
- E.
 1. All meetings shall be conducted in the manner usual in corporation meetings, when in doubt, Robert's Rules of Order shall prevail.
 2. Members shall vote upon any matter coming before any such meeting in such manner as such meeting shall prescribe.
 3. Provided, however, that upon demand of not less than one-third of the members present, a vote upon any subject before the meeting shall be by ballot.
- F. No quorum shall be necessary at any regularly called meeting or a special called meeting of the members at any such meeting those present may transact any business properly before said meeting or may adjourn said meeting until a later date.

ARTICLE VI

Duties of Members

- A. It shall be the duty of every member of this corporation to comply with and conform to all By Laws of this corporation now adopted or hereafter to be adopted.
- B. To comply with all rules and regulations general in their nature adopted by the Board of Trustees
- C. Pay all contributions to the corporation that may be required of members from time to time pursuant to these By Laws.
- D. To conduct himself or herself in accord with the best interests, objects and aims of this corporation.

ARTICLE VII

Contributions of Members

- A. Each racing member in consideration of the service rendered and to be rendered by the corporation, shall pay to said corporation dues of \$20 per

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- year. This sum may be increased by not more than 10% per year by a two-thirds vote of the Board of Trustees.
- B. Each non-racing member in consideration of the service rendered and to be rendered by the corporation, shall pay to said corporation dues of \$10 per year. This sum may be increased by not more than 10% per year by a two-thirds vote of the Board of Trustees.
 - C. All dues shall become payable October 31 and shall become delinquent the first meeting in November. A \$5 penalty will be assessed if not paid by the January meeting.
 - D. Notwithstanding anything in these By Laws, no member shall be entitled to vote upon any matter coming before the membership unless his or her dues are paid prior to date of such vote.
 - E. Gold Card - A special card may be issued to a racing member which will entitle him or her to a reduced entry fee based on all Tacoma Inboard Racing Association races for the year. This fee is non-refundable and is to be set yearly by the Board of Trustees.
 - F. Junior Membership - A junior membership may be obtained for persons 13 years of age or younger for \$1.10 in annual dues. This membership has no voting privileges. A junior membership may also be obtained for persons 14 to 18 years of age for \$3.30 in annual dues. This membership has full voting privileges.
 - G. There shall be no lifetime memberships given except by a By Law Change.

ARTICLE VIII

Trustees - Membership

- A.
 - 1. The number of Trustees of this corporation shall be not less than 10.
 - 2. One of the said Trustees shall be the Past Commodore of this corporation.
 - 3. Four of said Trustees shall be the Commodore, Vice Commodore, Secretary and Treasurer of this corporation.
 - 4. The remaining Trustees shall be elected as provided in Article XI of these By laws and shall hold office for the term of two years and until their successors respectfully are elected and qualified.
- B.
 - 1. No person shall be eligible as Trustees who is not a member of this corporation.
 - 2. Two-thirds of the membership of the Board of Trustees shall be members who are owners or drivers of inboard racing boats as defined in these By Laws.
- C.
 - 1. Any officer who shall miss three consecutive legal meetings, shall be automatically relieved of office.
 - 2. Any member of the Board of Trustees who shall miss three consecutive legal meetings, shall be automatically relieved of office.
 - 3. Any monthly regular meeting of Board of Trustees meeting shall constitute a legal meeting.
- D. Vacancies in the Board of Trustees shall be filled until the next annual meeting by a vote of the remaining members of the Board of Trustees.

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- E. Any Trustee may be removed by a vote of three-fourths of the members of the corporation at a special meeting called to consider such removal.

ARTICLE IX

Power of Trustees

- A. The business of this corporation shall be transacted by the Board of Trustees who shall have complete control of its affairs, except as may otherwise be prescribed in these By Laws directed by a meeting of the members. Without limiting the general powers and authority herein expressed said Board shall have authority.
1. To make and enforce rules and regulations to further the objects of the corporation, as the Board shall deem advisable.
 2. To perform or direct the performance of and act and to enter upon and carry out and contract by them deemed necessary or expedient for the accomplishment of the objects or any of the objects set forth in Article I of these By Laws.
 3. To investigate and determine future status of said member after proper consideration the suspension or expulsion of any member who shall be suspended by the APBA or any regional association affiliated therewith.
- B. A majority of the Board of Trustees shall constitute a quorum for the transaction of business.
- C.
1. The Board of Trustees shall meet at a time and place designated by the Commodore.
 2. It shall be the duty of the Secretary to mail four days written notice, meaning, said notice to be in each members hands four days prior to date of meeting.
 3. For waiver of notice, the Commodore should call or contact each Board member at least twenty four hours before said meeting. For such meeting of the Board of Trustees a majority shall constitute a quorum.

ARTICLE X

Officers

The officers of this corporation must be members of the corporation, they are: Commodore, Vice-Commodore, Secretary, Treasurer, and such additional officers, assistants, committee-men, and agents as the Board of Trustees may deem advisable.

A. Commodore

1. Shall be elected by the membership at the annual meeting and shall hold office until the next annual meeting of the members of the corporation.
2. Shall preside at all meetings of the Board of Trustees and at all meetings of the members.
3. Shall have the tie breaking vote on all matters voted on by the Board of Trustees.

4. Shall, on behalf of said corporation, execute all contracts, conveyances and other written instruments necessary or convenient in the transaction of the ordinary business of the corporation.
 5. Shall sign all membership certificates and generally do perform such duties as ordinarily pertain to his office.
 6. Shall not continue in his or her respective office for more than two years.
- B. Vice-Commodore
1. Shall be elected by the membership at the annual meeting and shall hold office until the next annual meeting of the members of the corporation.
 2. In the absence or disability of the Commodore, he shall perform the functions of the Commodore.
 3. Shall not continue in his respective office for more than two years.
- C. Secretary
1. Shall be elected by the membership at the annual meeting of the corporation,
 2. Shall hold office until the next annual meeting of the members.
 3. He or she shall take charge of its books and records.
 4. Shall execute with the Commodore or Vice-Commodore all conveyances, contracts and other written instruments to which the corporate seal is attached and shall affix the same thereto.
 5. Shall keep accurate minutes of all meetings of the Board of Trustees and of the membership.
 6. He or she shall give all written notices required by the By Laws or as directed by the Board of Trustees.
 7. He or she shall perform such other duties as may be imposed upon him or her by the order of said Board.
- D. Treasurer
1. Shall be elected by the membership at the annual meeting of the members.
 2. Shall hold office until the next annual meeting of the members.
 3. Shall be the custodian of the funds of the corporation.
 4. Shall pay out funds under the rules and regulations as the Board of Trustees may provide.
 5. All checks or orders for the payment of money shall be signed in such manner and by such persons the Board of Trustees may order.

ARTICLE XI

Election of Trustees and Officers

- A.
1. Until changed by the vote of the membership, the number of Trustees of the corporation shall be ten.
 2. One of the Trustees shall be the Commodore of this corporation.
 3. One shall be the immediate Past Commodore of this corporation.
 4. The remaining five Trustees shall be elected by the membership for terms of two years, provided, however that at the first election following the adoption of these By Laws two members of the Board of Trustees shall be elected for one year and three members of the Board of Trustees shall be elected for two years. There after, each member of

the Board of Trustees shall be by the addition of an even number of additional Trustees, half of whom shall be elected for a period of two years. Thereafter all Trustees shall be elected for two year periods.

B.

1. A nomination committee of three members not more than one of whom shall be members of the Board of Trustees, shall be appointed by the Commodore at the regular August meeting of the corporation.
2. The nomination committee shall at the September meeting of the corporation report their nominations for officers of the corporation to which one or more persons for each of the offices of the corporation.
3. Nominations may be made from the floor at the September meeting of the corporation and immediately following the said meeting.
4. The secretary shall mail to all members a list of all nominees for officers of the corporation.
5. Officers shall be elected by those members present at the annual meeting of the corporation. *except for member outside of floor like Smohow that is who can vote.*
6. The vote at said meeting being by ballot from the list of nominees nominated at the September meeting if otherwise eligible under these By Laws.
7. If Tacoma Inboard Racing Association votes to increase Board of Trustees by (2) at any time other than the annual election, the same method will be used as in Article XI, Section A, and they shall assume office immediately after being elected.

will require a mail to ballot

C. Officers of the corporation shall be elected at the annual October meeting of the corporation, and shall assume their respective offices at the regular meeting of the corporation.

D. If any vacancy should occur among the officers of the corporation said vacancy shall be filled by vote of the Board of Trustees until the next annual election of officers.

ARTICLE XII

Fiscal Year

A. The fiscal year of this corporation shall begin the first day of November and terminate on the thirty first day of October of each year.

ARTICLE XIII

Amendments

A. These By Laws may be altered, amended, changed or repealed in whole or in part and new By Laws may be adopted in lieu of all or any part thereof at any annual meeting of the members of the corporation or any regular monthly meeting or special meeting thereof called for that purpose by a vote of two-thirds of the members of the corporation.

ARTICLE XIV

Emergency Fund

A.

1. An emergency fund of 10% of gross race profits shall be set aside in a separate interest bearing account.

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2. The Board of Trust shall decide the disbursement of funds as needed in case of emergency.
 3. An emergency shall exist as decided by the Board of Trustees.
 4. No more than 50% of the reserve account can be dispersed per emergency.

ARTICLE XV

Perpetual Awards

A. Perpetual awards are:

1. Hard Luck
2. Women of the Year
3. Roby Ottwell
4. High Point *

Perpetual awards will turned over to the corporation after one year and replaced by a plaque.

* The Tacoma Inboard Racing Association High Point trophy shall be awarded to that member earning the most points in Region 10.