

a. RRQMA Bylaws

CONSTITUTION AND BYLAWS OF THE ROADRUNNER QUARTER MIDGET ASSOCIATION
Amended –07/13/2023

i. ARTICLE 1. NAME AND PURPOSE

SECTION A - This organization shall be known as the ROADRUNNER QUARTER MIDGET ASSOCIATION, referred to as RRQMA.

SECTION B – Children and the parents or guardians of those children, will be given an opportunity to develop the skills, aptitudes and the means necessary to compete in youth motorsports activities.

RRQMA will provide the opportunity for amateur athletes between the ages of 5-16 to develop interpersonal skills in the following areas.

1. Physical coordination
2. Self-reliance
3. Alertness
4. Awareness
5. Positive interaction with other children and adults
6. Fairness
7. Generosity
8. Good sportsmanship
9. Respecting the success of others
10. Following rules
11. Being responsible for actions

ii. ARTICLE 2. MEMBERSHIP / FEES

SECTION A - MEMBERSHIP

Any person who is interested in the objective of RRQMA may become a member of this organization. Membership shall be open to those desiring to further the purposes of this association. Each application requires review and approval by a member of the RRQMA Board of Directors (BOD). There are two types of membership.

1. **Regular/Family Membership** – These members constitute 100% of the voting power at the national and club level with one vote per registered family member over the age of 18.
2. **Alternate Handler/Associate Membership** – Alternate Handlers/Associate Members shall have no voting rights. They are covered under the provided insurance.

SECTION B – CLUB PARTICIPATION

SECTION B – CLUB PARTICIPATION

1. All members shall volunteer for a minimum of 2 full race days in the tower. This can be someone you know it does not have to be you specifically, i.e. a family friend, relative, etc.
2. All members must participate in track clean up/maintenance days, one person from every registered family must be present, this can be someone you know it does not have to be you specifically, ie a family friend, relative, ect. If unable to partake in required club participation,

then the club shall receive your monetary donation of \$100 per volunteer opportunity missed. If your monetary donation(s) are not received you will not be considered a member in good standing and as such further actions will be taken by the board such as but not limited to voting privileges being revoked.

Make-up opportunities:

1. Volunteer for race day positions.
2. Perform specific tasks as assigned by the RRQMA Board to include track maintenance or repair outside of the regularly scheduled Track Cleanup days.
3. Engage in fundraising events to include obtaining sponsorships for race day trophies or medallions and track supplies.

SECTION C – MEMBERSHIP FEES, APPLICATION, PIT SPOTS AND TRACK KEYS

1. **The annual regular/Family Membership** The annual regular/Family Membership dues will be \$150.00 including track key (access code) + any additional fees required by the sanctioning body. The annual Alternate Handler dues will be \$25.00 + any additional fees required by the sanctioning body. All dues are payable to RRQMA with RRQMA writing a club check and forwarding all applicable fees to the sanctioning body and the track insurance. Monies are due when a completed application is received by the club officer. New members joining after October 31st the prior year will be required to pay a \$100.00 track key fee. All other membership fees will be waved through the following year with the exception of any additional fees required by the sanctioning body (this applies only to membership and track key fee only and does not include pit fees).
2. **Associate Club Members** - will be defined as members that have processed their membership application through RRQMA to be a member of the sanctioning body. All related membership fees are the same as the regular membership above. Associate members may participate at National or Regional race events. Associate members may participate at local race events however points will not be awarded toward the local RRQMA club championship. Associate members will be responsible for all applicable financial obligations associated with this membership. Associate Members may not hold a board position within RRQMA. Associated members do not have voting privileges.
3. **Renewal paperwork** is due to RRQMA by the January general meeting of each year. If any renewal paperwork: membership application, photos, and birth certificate, (if applicable) are not turned in to RRQMA with payment within 30 days of the January general meeting, there will be a \$25.00 late fee assessed payable to RRQMA. If not paid by deadline, voting privileges will be revoked until the late fee and membership dues are paid.
4. **Pit Spots:** Members have the option of purchasing a pit spot on the asphalt surface. Pit spots will be sold for \$150 per season. Must be a paid RRQMA member to purchase pit spots. This fee covers all club races and the regional events (Balloon Classic & Duels) RRQMA has each season but excludes any national events conducted by the sanctioning organization. Pit spot fees must be paid by the March general meeting. At that time, names of those members paying for the spots will be drawn from a hat and assigned to the pit spot they choose. Any member not drawn after all pit spots have been assigned will have their fee refunded. Members joining throughout the year will have the option of purchasing a pit spot (if available) with the fee prorated for the number of months remaining through the following February. Members may park on the asphalt for any local club events in an open pit spot on a first come first serve basis for an individual day charge of \$20 per race day event. New Members can purchase a spot after the drawing for \$75 for the Club Races (excludes all regional and national races) or pay the \$150 and be part of the drawing.

5. **Track Keys:** Track keys are included in the \$150.00 Regular/Family Membership fee
6. **Local Club Race Fees:** The entry fees for local club races will be as follows:
 - A. For non-members: \$45 per car.
 - B. For members: \$40 for the first car, \$30 for each additional car.
 - C. A Transponder will be provided for each race. If the transponder is not returned the renter will be charged for the replacement value.
7. At the discretion of the RRQMA Board, fees up to \$25 may be assessed for late registrations and/or late payments. In the interest of the club's operational efficiency, it is expected that club members adhere to deadlines for submitting forms, registering for races and paying fees barring any unforeseen circumstances.

SECTION D – MEMBER IN GOOD STANDING

A regular RRQMA family member in good standing is defined as follows:

1. Member's application is completed and processed by both RRQMA and the sanctioning body.
2. All fees are paid in full including membership and special assessments with no outstanding debts to the club.
3. Members must partake in the programs described in Article 2, Section B. RRQMA CLUB PARTICIPATION.
4. Each family is to participate in all scheduled track maintenance and cleanup. If a family is unable to attend during the scheduled date and time and does not seek a make-up opportunity, \$100 is to be paid to the RRQMA club.
5. Participation in other club-related activities
6. Member is not under any suspension
7. Participates in concession stand duties or finds an alternate worker for times assigned on the concession schedule.

An Associate RRQMA family member in good standing is defined as follows:

1. Member's application is completed and processed by both RRQMA and the sanctioning body.
2. All financial obligations associated with the associate membership have been met.

RRQMA BOD may suspend or reinstate a member's good standing.

When a member is not in good standing, the member may not participate in the following:

1. Be involved with the club in any official capacity until the issue is resolved.
2. Be present in the hot chute
3. Serve or run for a club office
4. Be involved in any special committees
5. Vote on any club issues.
6. Drivers may compete at local race events but will not receive points towards RRQMA club championship for the period when the membership was not in good standing.

If the board agrees the member not in good standing is unable to fully pay their liability to the club in one payment, a majority vote of the club's board can approve a payment plan. The member will be considered in good standing once their debt is fully paid.

ARTICLE 3. BOARD OF DIRECTORS (BOD)

SECTION A - The RRQMA BOD is the elected or appointed RRQMA members who have volunteered to hold office as a RRQMA BOD member and consists of the following:

1. Elected officers:
 - A. President
 - B. Vice President
 - C. Secretary
 - D. Treasurer
 - E. Chief Steward
 - F. Tech Director
 - G. Tower Coordinator

2. Appointed Officers:

One RRQMA member may be appointed by the BOD as Trustee. This position is available to any past board member to help with continuity.

SECTION B - ELECTION AND TENURE: Officers will serve a term of one (1) year. The officers shall be nominated from the floor of the general meeting in October with a verbal or written acceptance at that meeting. Nominees will be elected at the general meeting in November. Votes may be cast in person or electronically prior to the November meeting. Only members in good standing will be eligible to vote. All eligible votes, regardless of a member's attendance at the November meeting, will count. A majority vote of votes cast shall be necessary to elect. In the case of a tie for any office, a revote for that office will occur by the next general meeting. When there is only one nominee for an office, he/she shall be elected by default. All officers shall take office January 1st.

SECTION C - ELIGIBILITY: Any regular/family member of the association shall be eligible for election to any office provided that he/she is in good standing.

1. Exception: Any member seeking the office of the President shall have served at least one term in another office.
2. Members seeking election to a board position must have been a member in good standing with the club for at least 1 year.

SECTION D - VACANCIES OF OFFICE: If any office becomes vacant, the President shall, at the earliest possible date thereafter, order a special election of the membership, for the purpose of filling such office. The member thus elected shall immediately enter upon his/her duties and shall hold office until the next regular election. In the case of the vacancy of the President, the Vice President will assume the Interim responsibilities until a special election of the membership, for the purpose of filling such office, can take place. The member thus elected shall immediately enter upon his/her duties and shall hold office until the next regular election.

SECTION E - DUTIES OF DIRECTORS

1. **The PRESIDENT shall:**
 - A. Preside over all meetings of the association.
 - B. While under the governance of the board implement the policies of the club and control the operations of RRQMA.
 - C. Calls special meetings at his/her discretion, subject to the limitations of Article 4, Section B.
 - D. Appoints all committees not otherwise provided for.
 - E. Makes provision for the temporary discharge of necessary duties of absent or suspended members.
 - F. In some instances, finds it diplomatic to waive his/her right to vote. If voting is by ballot he/she has the right to vote regardless of the outcome.
 - G. Becomes a member of any Special Committee only by vote of the association.

- H. Ensures that the regulations of the association are enforced.
- I. Carries out assignments and instructions given to him/her by the vote of the association.
- J. Ensures all officers complete all necessary paperwork for medical and liability insurance, club charters and to maintain nonprofit status.
- K. Becomes part of the Code of Conduct Committee that will determine disciplines if violations occur.
- L. Provide required information to the RRQMA Secretary to maintain accurate RRQMA officer records as required by Government organizations/agencies.

Commented [1]: Need to be removed??

2. **The VICE PRESIDENT shall:**

- A. Be an aide to the President and in case of the absence, disability or resignation assume and perform the duties of the President. In case of resignation of the President, the Vice President will assume and perform the interim duties of the President until a special election of the members takes place to fill the vacated position.
- B. Directly responsible for publicity, trophies and awards.
- C. Maintains or appoints someone to maintain the RRQMA website & social media sites.
- D. Organizes a marketing sub-committee each year to determine all inclusive sponsorship packages to be utilized to secure sponsorships for RRQMA both in-kind and monetary.
- E. Organizes or delegates all work party details or work with the Facilities Director.
- F. Conducts all authorized ballot votes at meetings and recall votes.
- G. Performs all other such duties as may be assigned by the President or BOD.
- H. Becomes part of the Code of Conduct Committee that will determine disciplines if violations occur.
- I. Organizes a committee to plan the year-end awards banquet.
- J. Provide required information to the RRQMA Secretary to maintain accurate RRQMA officer records as required by Government organizations/agencies.

Commented [2]: Needs to be removed ??

3. **The SECRETARY shall:**

- A. Keeps a permanent record book of the proceeding of all meetings.
- B. Issues notices of meetings and agendas, after consultation with the President.
- C. Conducts the correspondence of the club.
- D. Keeps a current list of all members.
- E. Issues meeting minutes to all members via email within one week of any general or special meeting.
- F. Ensures all forms are filed for medical, liability and club charter are filed with the sanctioning organization.
- G. Maintains the master copies of the Bylaws and Rules of RRQMA.
- H. Maintains a history of minutes and important historical documents.
- I. Maintains a history of lap record holders.
- J. Performs all other such duties as may be assigned by the President or BOD.
- K. Submits paperwork for any claims to track insurance.
- L. Maintain and secure required information of the RRQMA officer's records as required by Government organizations/agencies.
- M. Maintain all required organization information and forms as required by the New Mexico State Attorney General's Office as a registered non-profit organization. Maintain a current online account with the New Mexico State Attorney General's Office.

4. **The TREASURER shall:**

- A. Collects all fees and dues for memberships.
 - B. Collects all fees for local, regional and national race events.
 - C. Pays all bills of the club and renders an account each month of all receipts and expenditures.
 - D. Takes appropriate charge of concession moneys at the end of each race date.
 - E. Submits the books to the association for an annual audit.
 - F. Maintains a Property Book of all club inventory including tower assets, tech tools, etc.
 - G. Maintains and accounts for an inventory of restrictor plates required for various racing classes.
- If restrictor plates are issued to any member for distribution, then that member will sign a financial responsibility form to the club.
- H. Ensures all forms are filed to maintain nonprofit status with the State of New Mexico
 - I. Ensures all tax return information is provided to the club accountant and filed in a timely manner.
 - J. The treasurer will prove a printed report to the President and Vice President for review at each club meeting of all transactions out of the club account to include the following: Check #, Payee Name, Amount, Date, and Reason for Disbursement.
 - K. Performs all other such duties as assigned by the President or BOD.
 - L. Supply and Submit required NTTC (non-taxable certificates) documentation to New Mexico Taxation & Revenue Department to obtain/renew a non-profit tax exempt status applied to eligible purchases and requisitions by RRQMA.
 - M. Provide required information to the RRQMA Secretary to maintain accurate RRQMA officer records as required by Government organizations/agencies.

5. The CHIEF STEWARD shall:

- A. Coordinates the time trials and works with scorekeepers in setting up races on each race date. He/she will see that the track is in a safe racing condition and all electric timers are in accurate working order. It is the duty of the Chief Steward to see that alternates are appointed to fill the job of any official who does not appear for a race program. He/she will recommend replacement or changes of racing officials or racing schedules.
- B. Responsible for coordinating activities for Judges (optional), Assistant Chief Steward(s), Pit Steward, Technical/Safety Director, Flagger, Timer(s) and Score(s) will ensure positions are filled for each race date.
- C. Liaison between the Tower and competitors
- D. Controls the opening and closing of the track for practice and racing
- E. Assists the Flagman and Pit Steward.
- F. Oversees safety and technical issues in hot chute.
- G. Responsible for late outline calls during race events.
- H. Controls implementation of an inclement weather plan.
- I. Oversees written protests for rules infractions.
- J. Oversees engine protest process, funds, and holds all paperwork.
- K. Maintains discipline of all participants, handlers, families, and guests on the grounds during race day.
- L. Ensures all drivers are safe after red flag conditions and makes the call for release of medical red.
- M. Ensures track maintenance is completed after red flag conditions.
- N. Directs calls for ambulance or EMS services.
- O. Performs all other such duties as assigned by the President or BOD.
- P. Becomes part of the Code of Conduct Committee that will determine disciplines if violations occur.

Q. Provide required information to the RRQMA Secretary to maintain accurate RRQMA officer records as required by Government organizations/agencies.

Commented [3]: Needs to be removed ??

6. **The TECHNICAL DIRECTOR shall:**

- A. Co-Leads Technical Committee with Safety Director handling the technical affairs of the association (per Rules and Regulations).
- B. Handles all technical affairs of the association.
- C. Oversees that all cars meet sanctioning body technical specifications.
- D. Observant at all times for any possible technical violations.
- E. Responsible for assisting the Chief Steward in overseeing the track and track equipment are in safe condition.
- F. Appoints any assistants to the technical committees.
- G. Determines which cars will receive technical inspections.
- H. Conducts technical inspections.
- I. Oversees technical inspections.
- J. Assists sanctioning body tech officials with technical inspections.
- K. Performs all other such duties as assigned by the President or BOD.
- L. Becomes part of the Code of Conduct Committee that will determine disciplines if the violation involves one of the members of the Code of Conduct Committee or if one of them is absent.

7. **The TOWER COORDINATOR shall:**

- A. Organizes, directs, and executes the operations of the scoring tower.
- B. Ensures all scoring procedures for RRQMA and the sanctioning organization are followed.
- C. Ensures all tower personnel are in place for each race which includes Judge(s) who is optional, Chief Steward, Assistant Steward(s), Flagman, Scorer(s), and Lap Turner(s).
- D. Shall execute the wishes of the Chief Steward at local racing events in regards to order of racing, number of laps, judging assignments (optional), and Assistant Stewards, etc.
- E. Responsible for setting up the public address system for all races.
- F. Responsible for working with the Treasurer on all event registration.
- G. Performs all other such duties as may be assigned by the President or BOD.
- H. Responsible for keeping the official points of the local points series. Will have handlers sign off on final race standings and points awarded after each club race.
- I. Provide required information to the RRQMA Secretary to maintain accurate RRQMA officer records as required by Government organizations/agencies.

SECTION F – APPOINTED OFFICIALS

The incoming club BOD shall appoint the following listed officers at the club meeting in February. All appointments shall be ratified by a majority vote of those members attending the February club meeting. These positions will serve a term from February thru December of the appointed year.

- 1. Safety Director
- 2. Pit Steward
- 3. Concession Coordinator
- 4. Rookie Trainer(s)
- 5. Facilities Director
- 6. Official Photographer
- 7. Official Race Videographer

SECTION G – DUTIES OF APPOINTED OFFICIALS

1. The SAFETY DIRECTOR shall:

- A. Co-Leads Technical Committee with Technical Director handling the technical affairs of the association (per Rules and Regulations).
- B. Handles all safety affairs of the association and is responsible to see that all cars meet the Sanctioning Organization Safety Rules.
- C. Observant at all times for any possible safety violations.
- D. Responsible for working with the Chief Steward in overseeing that the track and track equipment are in safe condition and all safety equipment is in place and operational.
- E. Elements of the safety program include but are not limited to:
 - 1) Car Construction
 - 2) Uniforms, helmets, arm restraints, and seat belts
 - 3) Fuels
 - 4) Exhaust systems
 - 5) Training and educating RRQMA members on safety issues and requirements.
- F. Performs all other such duties as assigned by the President or BOD.

2. The PIT STEWARD shall:

- A. Posts qualifying times of cars and races as they are set up by the scorekeeper(s). He/she will inform the car handlers of the position of their car position in the gate line-up during timing and racing.
- B. Ensures drivers and cars are ready to enter the track and all drivers are in their cars with proper safety equipment
- C. Identifies which lanes are to be used in hot chute for upcoming races, organizes handlers, and drivers in a timely manner.
- D. **Responsible** for assisting the Chief Steward with coordination of staging lane activities.
- E. Performs all other such duties as assigned by the President or BOD.

3. The CONCESSION COORDINATOR shall:

- A. Stock concessions before the race season starts and throughout the racing season.
- B. Schedule members to work in concessions, if needed.
- C. Oversees the concession during the race.
- D. Coordinates concession money with the Treasurer at the end of each race date.
- E. Oversees the year-end closing of concessions.
- F. Responsible for maintaining cleanliness of the concession stands and all associated cookware.
- G. Performs all other such duties assigned by the President or BOD.

4. The ROOKIE TRAINER(S) shall:

- A. Develops and implements a Rookie training program that will meet criteria for Rookies as specified by the sanctioning organization and RRQMA.
- B. Assists the Chief Steward as an Assistant Steward whenever Rookies are racing and provides feedback to drivers and handlers after each race when appropriate.
- C. Gives approval to Rookie handlers and their drivers when they believe the driver is ready to advance to another Rookie or competitive class.
- D. Enforces that Safety director ensures that all rookie cars, drivers, and their equipment meets RRQMA and sanctioning body guidelines.
- E. Performs all other such duties assigned by the President or BOD.

5. **The FACILITIES DIRECTOR shall:**

- A. Ensures race facility is maintained which can include track surface preparation (sealing, wall construction, etc.).
- B. Notifies the Vice President of needs for Work Day events to ensure BOD is notified either verbally or through written communication regarding an agenda of activities and/or list of materials needed.
- C. Ensures tower and concession facilities are in a working condition.
- D. Ensures that the Port a Potty company has a key to the facility and a race schedule. Also, contacts the company for additional needs for Regional and National races.
- E. Develops capital improvements plan and submits to the BOD for concurrence prior to presentation to general membership for approval.
- F. Appoints members of the club at race events to keep trash cans emptied.
- G. Works with members regarding track opening and closing procedures.
- H. Contacts a pumping company once a year to pump the sand out of the middle of the track and concession stand holding tank.
- I. Performs all other such duties assigned by the President or BOD.

6. **The Official Photographer shall:**

- A. Take photographs at all RRQMA events and post to the website and social media (Facebook)

7. **The Official Videographer shall:**

- A. Take videos of all main races at RRQMA and post to the website and social media (Facebook)

SECTION H - BOARD OF OFFICERS

The board shall have the power and authority to enforce all Rules and Regulations as set forth in these bylaws and conduct associated business in an event of an emergency. An officer temporarily unable to perform any duties as specified in Section E shall provide adequate notification to the Chief Steward (if a race meeting is involved) or the President. Five officers shall constitute a quorum at all officer meetings.

SECTION I – CODE OF CONDUCT COMMITTEE

The committee will consist of the President, Vice-President and Chief Steward. They will determine the discipline for any code of conduct violations. The Technical Director will become a member of the committee if the violation involves 1 or more of the committee members or if one is absent.

SECTION J - REMOVAL OF OFFICERS

A vote to remove a board member from office may be held upon written request of three regular RRQMA members in good standing. The written request for removal must include facts surrounding any event that the member was associated with, the request for removal, and witness statements.

- 1. The RRQMA Board shall convene a meeting of membership, remove from office any official that receives a two thirds vote, and affirming the recall by the regular membership.
- 2. The results of the Club actions shall be read into the minutes of the next regularly scheduled club meeting.
- 3. Any officer removed from office as a result of a recall vote shall be notified within five calendar days and deliver all RRQMA properties to the President or a designated board member.

iii. ARTICLE 4. MEETINGS

SECTION A - GENERAL MEETINGS

The purpose of the general meetings shall be to transact the business of the association. A general meeting will be held the first week of every month or as designated by the President and communicated via email to all members. General meetings are open to all members in good standing with the club along with invited guests of a member approved by the President. No meeting will last longer than 1.5 hours.

SECTION B - SPECIAL MEETINGS

The President of the association may call a special meeting when, after consulting the other officers, is convinced that the need is sufficiently urgent. Special meetings will be held directly before the next race meeting or at another appropriate time with prior notification to all members.

SECTION C - ORDER OF BUSINESS

General club meetings shall follow the below order of business.

- A. Call to Order
- B. Meeting Minute Approval
- C. Reports of Officers
- D. Reports of Special Committees
- E. Unfinished Business or Pending Items from last meeting
- F. New Business
- G. Adjournment

SECTION D – VOTING PROCEDURES

All official votes of the club membership will only count members who vote as ‘YEA’ or ‘NEA’ towards the decision of the vote. Members in attendance who choose to abstain will not be counted towards any majority calculations.

If a topic requires voting, the following two (2) conditions shall be met: 1. The person requesting the vote or the concerned party(ies) shall present their topic. 2. The club membership shall have a minimum of two weeks for discussion in order to make an informed decision prior to the vote.

iv. ARTICLE 5. SUSPENSION OF MEMBERS

SECTION A - Any member of RRQMA may be suspended if found guilty of any violations of the sanctioning organization or RRQMA Rules and Regulations and/or violation of the Sanctioning Organization Participant Conduct.

SECTION B – For the purpose of Participant Conduct, a member is defined as any regular/ family member or alternate handler/associate member of RRQMA. If a member's actions result in permanent suspension from RRQMA, the sanctioning organization will be notified of the proceedings.

SECTION C - Any member may be suspended from RRQMA for actions or activities detrimental to the objective and purposes of this organization. Any action taken on permanent suspension of any member will be decided by a 2/3 majority vote of the members present voting at a general or special meeting. The President or Secretary of the organization will notify all members of any special meeting.

v. **ARTICLE 6. AMENDMENTS**

SECTION A –The Bylaws and associations may be amended at any general meeting of the club with a majority vote of votes cast. Regular members may vote in person or electronically prior to the meeting. Only members in good standing will be eligible to vote. All eligible votes, regardless of a member's attendance at a meeting, will count. A copy of the proposed Bylaws or amendments shall be presented to every regular member of the club via email at least 2 weeks prior to the vote.

vi. **ARTICLE 7. RACE SCHEDULE**

SECTION A - Approval of the race schedule shall be made either during the monthly club meeting or by the end of January by email. This will allow more time for the President and/or Vice President to draft a schedule and negotiate regional race dates with other clubs. The approved race schedule will remain unchanged throughout the racing season barring any extenuating circumstances as determined by a majority vote of the board members and/or club.

SECTION B - The general membership will be asked to provide discussion and will vote on the racing format and start time used during the season.

ARTICLE 8. CONFLICT OF INTEREST POLICY

1. **Purpose**

The purpose of the Conflict of Interest Policy is to protect this tax-exempt organization's (RRQMA) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director that may result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

2. **Definitions**

A. **Interested Person**

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

B. **Compensation**

Direct and indirect remuneration as well as gifts or favors that are not insubstantial.

C. **Financial Interest**

A person who has a financial interest if the person has, directly or indirectly, through business, investment, or family. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement, a compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement. A person who is not necessarily a conflict of interest under Section C, Part 2. A person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

3. **Procedures**

A. **Duty to Disclose**

In connection with any actual or possible conflict of interest, an interested person must disclose the

existence of their financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

B. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest, all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

C. Procedures for Addressing the Conflict of Interest

An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, vote of, and the transaction or arrangement involving the possible conflict of interest.

- 1) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- 2) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- 3) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy

- A. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- B. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5. Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain the following.

- A. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing boards or committee's decision as to whether a conflict of interest in fact existed.
- B. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

6. Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms the below.

- A. Have received a copy of the conflicts of interest policy.

- B. Have read and understand the policy.
- C. Have agreed to comply with the policy.
- D. Understands RRQMA is charitable and in order to maintain its federal tax exemption must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

ARTICLE 9. COMPENSATION

Neither elected nor appointed officials, or any other member of RRQMA shall be compensated for time and effort expended on behalf of the association except for out of pocket expenses incurred in conjunction with performance of their duties.

ARTICLE 10. OWNERSHIP

All properties pertaining to, used by, donated to, purchased for, held for, and supplies used in conjunction herewith, and all funds of the association from whatever source obtained, including receipts from operations, shall be used only for the improvement of property and services of this association.

ARTICLE 11. PROFITS

No profits or earnings of any kind will be distributed to any member of this association. All profits and earnings, if any, shall be used for the sole purpose of improving, expanding, and extending the facilities and services of the association.

ARTICLE 12. EXPENDITURES ON BEHALF OF CLUB

- 2. Any single expenditure less than \$500.00 may be approved by the board only. Trophy, medallion and award expenditures may also be approved by the board only.
- 3. Any single expenditure greater than \$500.00 must be approved by a majority vote of the membership present at the general or special meeting in which the expenditure was discussed (this excludes any fees required by the sanctioning body for items such as insurance, dues and charters). The club treasurer also has the authority to pay monthly rent and utilities without club approval if those expenses exceed \$500.

ARTICLE 13. FINANCIAL AUDIT

During the month of *November* of each year or prior to the vacancy of office, an audit of the finances of the club shall be held. This will include inspection of the ledgers, checkbook(s), bank account(s), CD(s) and any other financial data. It will also include an audit of the cash income sources. This audit shall be performed by a member(s) of the RRQMA upon the approval of the BOD. It will be performed at no costs to the club other than nominal necessary expenses, such as postage, phone, copying, etc. If for any reason the Treasurer is unable to complete a full term, an audit will be performed prior to the naming a replacement appointed by the BOD.

ARTICLE 14. COMMUNICATION

Per these Bylaws, notification of official club business will be made on the RRQMA website (<http://www.roadrunnerqma.org>).

1. Minutes from RRQMA board meetings or special committee meetings will be kept. Minutes from these meetings will be on hand at the next monthly meeting and summarized for the membership. All minutes of the meeting will be kept in the club files.
2. Any other information, notices, etc. that are relevant to the membership as a whole, will be sent via email to each member and/or posted on the club's website. The members are encouraged to visit the website for new and up-to-date information.