

BY-LAWS OF
SPOKANE KART RACING ASSOCIATION

2024

ARTICLE 1 – MEETINGS OF MEMBERS

SECTION 1. “Members” of Spokane Kart Racing Association for voting purposes shall be dues paying individuals, the head of family member or the team owner /manager over the age of 18.

SECTION 2. The monthly meeting of the members shall be at the regular meeting place of the corporation on the first Tuesday of each month. The General Membership Meeting shall take place thirty (30) minutes prior to the Board of Directors / Trustee meeting.

SECTION 3. Special meetings of members may be held at the principal meeting place or any other convenient place upon the call of the Board of Directors / Trustees or President after reasonable notice of the time and place.

SECTION 4. Monthly or special meetings may be cancelled without notice being given but any meeting at which Board of Director / Trustees are to be elected shall be adjourned until next scheduled meeting.

SECTION 5. The presence of eight (8) members shall constitute a quorum for the transaction of business at a members meeting.

SECTION 5A. Proposals for action must be presented in written form and must be seconded. A motion will be approved by an affirmative vote by 66% (super majority) of the established quorum. Changes or additions to SKRA Competition Rules can be voted on only at the annual rules meeting. All current members can vote on changes, but they must be present at time of the vote (no proxy vote allowed). Two (2) of the four (4) officers and six (6) of the nine (9) Board of Directors / Trustees must be present during a vote on Competition Rules or By-Law changes.

SECTION 5 B. If there are Officer / Board of Directors / Trustee positions that are open and cannot be filled. The requirement for a quorum shall be reduced by the number of position that are not filled.

SECTION 6. Election of Board Members / Officers will take place annually. Current membership dues / fees must be paid prior to casting a ballot regarding the election of Board Members / Officers or on any Rule changes. An absentee ballot may be given to a member who has an extreme family hardship. This will be done on a case by case basis with approval of 66% of the board. Secretary and Treasurer must confirm the current year membership is paid in full prior to casting a vote by said member.

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ARTICLE 2 – BOARD OF DIRECTORS / TRUSTEES

SECTION 7. A Board of three (3) manages the business of the Corporation. At the first meeting in the year of In-corporation, four (2) Directors / Trustees shall be elected to serve one (1) year and one (1) Directors / Trustees shall be elected to serve two (2) years. Their successors thereafter shall be elected for two-year terms. All Directors / Trustees must be current year SKRA members. The Board of Directors/ Trustees shall be assigned a seat number 1-9. Directors/ Trustees with an odd seat number will begin their terms January 1st of odd years. Directors/ Trustees with an even seat number will begin their terms January 1st of even years.

SECTION 8. The remaining members of the Board shall fill any vacancies in the Board of Directors / Trustees. Each person so appointed shall be a Director / Trustee until a successor is elected by the current Board members, who may do so at the next monthly meeting, for the remaining unexpired term.

SECTION 9. The Annual Meeting of the Board of Directors / Trustees shall be held at the regular meeting place of the Corporation within two weeks following the first monthly meeting of the fiscal year.

SECTION 10. Meeting of the Board of Directors / Trustees other than at its annual meeting may be held at such a place and time as a majority of the Trustees agrees to. All Board of Directors/ Trustees must make every effort to be presence. Call in system may be utilized if needed.

SECTION 11. A quorum of the Board of Directors / Trustees shall be necessary for the transaction of business. A quorum shall consist of a minimum of the President or Vice-President and seven (7) Officers or Board Members. Excluding Competition Rules and By-Laws, all votes must pass by a simple majority.

SECTION 12. The President or Secretary of the Corporation may call a meeting of the Board of Directors / Trustees at any time after giving sufficient notice to each Director / Trustee to enable him or her to attend.

SECTION 13. Beginning March 2008 and every two years thereafter, the Board of Directors shall elect two S.K.R.A. individuals to be representatives on the Motorsports Complex Board of Directors. One (1) must be an Officer and the other must be a Board Member of SKRA. Representatives to the Motor Sports Complex will be elected by a simple majority (51%) vote.

SECTION 14. The Board of Directors/ Trustees must fulfill their required duties, as followed:

- Each board of Director/ Trustee must host three (3) practices at minimum each season
- Each Board of Director / Trustee must corner work one (1) race per day. That is a minimum of 10 races per season
- All Board of Directors/ Trustees must participate in all track clean ups, in addition to preparing for Padholder races.
- Each Board of Director/ Trustee must be race director / assistant race director one (1) race each season at minimum.
 - Assistant race director must open, and close facilities on assigned race day

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- Each Board of Director/ Trustee must be tech director at any race(s) they are assigned to by the Board.

SECTION 14.1. The Officers and Board of Directors/ Trustees are entitled to 1 free membership and free practices for their term. Officers or Board of Directors/ Trustees that race director, assistant race director, run timing and scoring, tech, or flag the race are entitled to 1 free race entry and 1 free pit pass.

SECTION 14.2. All credits must be used or paid out before Annual Awards Banquet.

ARTICLE 3 – OFFICERS

SECTION 15. The Officers of this Corporation shall be President, Vice-President, Secretary and Treasurer. They shall be elected to serve two (2) year terms by the General membership at the Annual Awards Banquet. The Board of Directors / Trustees may fill vacancies in any office until the members at the next monthly meeting for the un-expired term elect a successor. All Officers must be current year SKRA members. President and Treasurer terms will begin January 1st of odd years. Vice-President and Secretary terms will begin January 1st of even years.

SECTION 16. The President shall preside at all Board / Trustees and Members meetings, manage the affairs of the Corporation subject to the control of the Board of Directors / Trustees, sign all Membership Certificates and written contracts of the Corporation, appoint and discharge all agents and employees subject to the right of the Board of Directors / Trustees to remove or discharge the same and perform all such other duties as are incident to his office or that may be required of him by the Board of Directors / Trustees. The President cannot be a direct family member of any other Officer of the Corporation.

SECTION 17. The Vice-President shall, in the absence, or incapacity of the President, perform the duties of that officer and assist the President and Board of Directors / Trustees in performing corporation business. The Vice-President cannot be a direct family member of any other Officer of the Corporation.

SECTION 18. The Secretary of the Corporation shall keep the minutes of all Board of Directors / Trustees and General Membership meetings. He or she shall attend to the giving and serving of all Notices of the Corporation, be custodian of the Corporate Seal, attest with his or her signature and impress with the Corporate Seal all written contracts of the Corporation and perform all other duties of the office or that may be required of them by the Board of Directors / Trustees. The Secretary cannot be a direct family member of any other Officer of the Corporation.

SECTION 19. The Treasurer shall keep regular books of account and shall submit them, together with all other records and papers to the Board of Directors / Trustees at any meeting when required to do so. He or she shall, if required to do so by the Board of Directors / Trustees, give such bond for the faithful performance of his or her duties as the Board may determine, and shall perform all such other duties that are part of the office. The Treasurer cannot be a direct family member of any other Officer of the Corporation.

SECTION 20. No elected or appointed Officer of the Corporation shall have any conflict of interests which would influence his/ her decisions while in office for their own personal benefit.

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SECTION 21. In addition to the foregoing Officers, the Board of Directors / Trustees may, elect other Officers as they see fit, with such duties, as the Board of Directors may deem proper. They may appoint special committees, as they deem necessary. This includes but is not limited to a Facilities Manager, a Marketing Director/Public Relations, a Promoter/Media Liaison, a Race Director/Tech Inspector. (See job descriptions below) Board members and General members in good standing are eligible for these positions. Officers are not eligible due to the amount of responsibility their positions already hold.

Job Descriptions for Proposed Changes (none of these positions are all inclusive of their responsibilities and all can be spread out amongst members not on the board or the board can create new positions to accommodate these changes).

Facilities Manager

- Open and close track on race day.
- Assist race director with race day activities, (secure volunteers for scoring, corner work, entry signup, and scales).
- Check on facility on non race weekends.
- Monitor non-SKRA events when track is leased.
- Work with committees to coordinate improvement projects.
- Basic maintenance of facility (watering, mowing, garbage, and bathrooms).
- Maintain interface with Motor Sports Complex personnel.
- Handle retail sale of consumable products.

Promoter/Media Liaison

- Primary contact person for all SKRA business.
- Handle correspondence and mail related to SKRA.
- Conduct media releases, maintain contacts with related business's, and responsible for advertisements.
- Attend race promotion events and assist with the scheduling of race events at SKRA facility.
- Will have SKRA issued cell phone and post office box to facilitate smooth efficient operation of contacts.
- Primary contact person who works with regional kart tracks and karters to promote SKRA.
- Responsible for monthly newsletter and website.
- Responsible for SKRA and sponsors signage.

Marketing Director/ Public Relations

- Develop marketing strategies and advertisement opportunities for business's to help promote SKRA.
- Work with local business for donations in exchange for free advertisement, hospitality events and BBQ's at track.
- Develop ideas for family oriented events and community involvement ideas.

Race Director/Tech Inspector

- Responsible for pre-race inspection and post-race inspection.

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- Responsible for pit meeting, race qualifying line up, and keeping the race format running smoothly and efficiently.
- Work with Facility Manager to ensure a flagman, corner workers, scale, and a scorer are all in place prior to the start of race day.
- Enforce all applicable SKRA rules and regulations in the pits and on the track.
- Find necessary replacements when there is a conflict of interest for post race tech or when you are unable to perform the task.
- Responsible for bringing in outside tech inspectors for expertise and working out a payment for service.

Kid Kart Liaison

- Maintaining all kid kart academy karts
- Teaching and helping out kid kart parents
- Going over flags with racers
- Selling and buying karts for the academy

ARTICLE 4 – MEMBERSHIP

SECTION 22. The Treasurer shall keep a record of the membership and the current membership status of each member as to whether dues and assessments are current.

SECTION 23. Annual dues shall be charged each member of the corporation and shall be collected by the Secretary or Treasurer of the Corporation on an annually. SKRA membership is in effect from January 1st through December 31st. Each membership is subject to assessment from time to time as voted by the Board of Directors / Trustees, provided that the Board shall not be authorized to vote any assessment of more than \$1.00 in any corporate year, unless approval of such additional assessment is first obtained by a vote of three-fourths (75%) of the membership of the Corporation present at any meeting.

SECTION 24. The person in whose name the Family or Team Membership stand upon the books of the corporation shall be the only individual entitled to notice of membership meetings and also the only individual entitled to vote at any SKRA meeting. No member whose dues are in any way delinquent shall be entitled to vote at any meeting.

SECTION 25. Only current members, present in person, shall be entitled to vote at any meeting. No proxies shall be allowed (reserved for electronic voting for out of town members).

ARTICLE 5 – AMENDMENTS

SECTION 26. These By- Laws may be amended by the members of the Corporation at any monthly meeting whereas there is a quorum present, and there are two (2) of the four (4) officers and six (6) of the nine (9) board members present, and by the affirmative vote of 66% of all members actually present. Members shall be given written notice of any meeting where amendments to the By-Laws are to be presented.

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SECTION 27. The Board of Directors / Trustees shall not make or alter any By-Laws fixing their qualifications, term of elected office, or compensation. The Board of Directors / Trustees shall have authority to establish rules governing associate members.

ARTICLE 6—TERMINATION OF MEMBERSHIP

SECTION 28. Members may be expelled from the corporation by the Board of Directors / Trustees at any time for failure to pay all dues and assessments properly assessed or for the violation of the rules and the by-laws of the corporation or for the conviction of a crime involving moral turpitude. Any paid-up member is subject to expulsion if he or she is convicted or forfeits bond for running his or her kart on a public street or highway.

SECTION 29. In the event a member is expelled from the Corporation (SKRA), he/she shall not be entitled to any refunding of dues paid.

SECTION 30. If a member withdraws from the corporation, no portion of his or her membership fee, annual dues or assessments shall be refunded to him or her unless such refund is approved by a majority vote of the Board of Directors / Trustees.

SECTION 31. Members may be expelled from the corporation (SKRA) at any monthly meeting, or at any special meeting properly called for that purpose, at which a quorum is present, by the affirmative vote of a simple majority of the members actually present.

SECTION 32. Removal of Directors: Any member of the Board who fails to perform his duties in a reasonable manner, or otherwise fails to act in the best interests of the corporation, may be removed from the Board, in its discretion, by the affirmative vote of a super majority of the Board of Directors at any regular or special meeting, provided that any such Board member shall be given not less than ten (10) days prior notice of his/her proposed removal from the Board. Absence from two (2) consecutive regular meetings of the Board may constitute grounds for removal of the member from the Board.

SECTION 33. SKRA members are responsible for their actions and the actions of their people at all times when present at any SKRA sponsored facility or function.

ARTICLE 7 -- FINANCES

SECTION 34. The Treasurer shall have custody of all funds, checkbooks and credit cards of the Corporation and shall keep such funds on deposit in a national banking corporation. All

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withdrawals of funds from the account of the Corporation shall be by check and signed by the Treasurer of the Corporation (SKRA) and counter signed by the President , Vice- President, and or selected Board of Directors / Trustees member.

SECTION 35. The Corporation (SKRA) shall not charge fees for any of its activities in excess of the amount sufficient to maintain the activities of the Corporation as permitted under the Articles of In-Corporation.

SECTION 36. In the event of dissolution of the Corporation, any surplus funds of the Corporation remaining in hand after payment of all creditors of the Corporation shall be disbursed pro-rata to the members or in such a manner as may be provided by law.

ARTICLE 8 – CORPORATE SEAL

SECTION 37. The Corporate Seal shall be the usual impression by means of raised letters to read as follows and of which an impression is hereto affixed:

(Seal) Spokane Kart Racing Association, Inc.
Corporate Seal
2001
Washington

ARTICLE 9 – FISCAL YEAR

SECTION 38. The fiscal year of the Corporation shall begin on the first day of January and terminated on the thirty-first day of December of each year.

ARTICLE 10—COMPETITION REGULATIONS

SECTION 39. The Spokane Kart Racing Association will apply and use only the NWKA Competition Regulations with SKRA local options.

SECTION 40. The foregoing By- Laws of the Spokane Kart Racing Association Inc. are hereby certified to be the By-Laws adopted at the Corporations organizational meeting held December 4, 1979 and as amended by the members of the corporation at the December 16th, 2023 meeting.