

THE NORTH WEST MUD RACING ASSOCIATION

CONSTITUTION

1. The name of the society shall be the "North West Mud Racing Association"

PURPOSES

2. The purpose of the society is:
To promote the sport and pastime of Mud Racing in all its phases.

DISSOLUTION

3. In the event that the Association should be at any time wound up or dissolved, the remaining assets after payment of all debts and liabilities shall be turned over to a recognized charitable organization in the Province or elsewhere in Canada as directed by its members. THIS PROVISION IS UNALTERABLE.

BY-LAWS

MEMBERSHIP

4. Association membership shall be made available to any duly constituted 4 wheel mud racer whose stated aims and objects are compatible with the aims and objects of the North West Mud Racing Association, may become a member upon payment.

ANNUAL DUES

5. Annual dues shall be paid to the Association and shall be payable by all members on or before the 1st day of May in each year.
6. Should any member fail to pay dues as prescribed, they cease to be in good standing with the society & the Directors may delete that members' name from the membership list. The Directors may however, reinstate such member upon payment of the dues prescribed.
7. When a member ceases to be in good standing with the Society, the same may be reported to a meeting of the Association which may expel such member, or take such other action as may be necessary.

MEETING AND CONVENTION

8. The Meeting or conventions of the Association shall be held on the 2nd Monday of each month. The Directors, however, may decide such date is unsuitable in each case they shall set another date. The meeting shall be held at such place as the directors may decide, failing decision by the Directors, by the President.
9. At least One months' notice of the meeting shall be given to the members unless to otherwise.
10. Sixty percent (60%) of the members shall constitute a legal quorum. However, a quorum shall never be less than 3 persons.
11. The Association may have in attendance at the Monthly or any other Association meeting, without voting power, representatives from any other group or organization.

RESOLUTIONS

12. Resolutions shall deal with matters of a provincial or national nature or with matters which effect a large portion of the public or with legal matters.
13. Resolutions must be delivered to the Association address 60 days on or before scheduled meeting.
14. The Directors may appoint a Resolution Committee with power if necessary to redraft and amalgamate similar resolution.
15. Any resolution passed at the regular meeting by a 60% majority vote shall be presented by the Directors to the person or department of Government or anybody to whom such resolution applies, and the Directors shall report the action taken upon such resolution failing to obtain 60% majority may be presented again at another meeting, without discussion.

VOTING

16. Voting at all Annual Meetings shall be by accredited Delegates from member clubs in good standing, and the Directors of the Association only.
17. No member shall be entitled to present, or vote on any resolution unless the dues for such member are fully paid.
18. Each delegate shall have one vote only per paid Membership.
19. Each Director of the Association shall have one vote as a delegate or a Director but not as both.
20. The Chairman shall decide the voting procedure at the regular meeting.

GENERAL MEETING

21. General Meetings of the Association may be called by the President or any other Director upon request of the five Directors if they deem such meeting is in the interest of the Association, Notice of such meetings shall state the purpose for which it is called. The procedure for regular meetings shall apply.

BOARD OF DIRECTORS

22. The affairs and business of the Association shall be managed and controlled by an elected Board to be called the Board of Directors.
23. **The Board of Directors shall consist of not less than 5 Directors.**
24. The Board of Directors shall have the control and management of the property and funds of the Association and shall transact all such business as is not subject to the approval of the regular meeting. It shall exercise all powers authorized by the Constitution and By-laws.
25. The Directors shall hold at least three meetings per year including a meeting at the Annual Convention. A majority of the Directors shall constitute a Quorum at all Directors meetings.
26. A notice giving the date, time and place of the Directors meetings shall be notified to each Director at least fifteen (15) days before holding of such meeting except for special Directors Meetings as hereafter mentioned. Such notice shall be deemed to be received on the day it was posted.
27. The Directors' may, from time to time. Either among themselves or from any members of the Association in good standing, appoint and constitute committees and appoint committee chairmen to perform such business on behalf of the Association as may be decided. The President shall act ex-officio on all committees

28. The Board of Directors may appoint assistants as required to carry on the affairs of the Association and shall fix the powers, duties, privileges and compensation of each. The Board of Directors may also relieve the Secretary-Manager or their assistants of any of their duties and may direct the performance of such duties by any person appointed under this section.
29. The Board of Directors shall have power to replace any officer or other Director who may cease to be a Director by a majority vote at any Directors' meeting. The Director so elected shall hold office until the next Annual General Meeting.
30. Any Director who is absent from two consecutive Directors' meetings without reasonable excuse, may be struck from the Directorate by the Board of Directors.
31. The Board of Directors shall have discretion and control in all matters for which no specific provision has been made in the Constitution or By-laws and they shall decide any question as to the meaning or construction of the Constitution or By-laws.

ELECTION OF DIRECTORS

32. All directors shall be elected at the Annual General Meeting and shall hold office for one (1) year. The Directors elected as officers shall hold the for one year only. All Officers and Directors shall be eligible for re-election.
33. No person shall be qualified to be President of the Association unless that person has been a Director or delegate of the Association for at least one (1) year but not necessarily the year preceding the election.
34. Officers and other Directors shall be elected by a simple majority vote.

PRESIDENT

35. The President shall preside at meetings of the Association, of the Board of Directors and of the Executive Committee.
36. In the absence of the President their duties shall devolve upon the Vice-President, Secretary or Treasurer in that order.
37. The President shall have general supervision of the affairs of the Association. They shall be ex-officio member of all committees.

TREASURER

38. The Treasurer shall have charge of all deeds, contracts, bonds, certificates, securities and muniments of title belonging to the Association.
39. The Treasurer shall collect all dues or subscriptions of the Association and keep the funds of the Association safely deposited in a chartered bank approved by the Board of Directors. Funds so deposited may be drawn out on the authorization of the Board of Directors or by cheque signed by the Treasurer and countersigned by the President or the Vice-President, or such Officers as may be designated by the Board of Directors from time to time.
40. The Treasurer shall report periodically to the Board of Directors, or as it shall require, on collection and disbursements of the Association and prepare an annual report for the Annual General Meeting.

SECRETARY

41. Conduct the correspondence of the Association and report hereon to the Board of Directors.
42. Give due notice of all meetings of the Board of Directors, and of the Association, and attend same.
43. Keep adequate records of the proceedings of the General and Special Meetings of the Association and the Board of Directors.
44. Give immediate notice to Officers and committees of all votes, orders resolutions and proceedings affecting them or pertaining to their respective duties.
45. Have charge of Seal of Association, records and attach the seal thereto, if necessary, or shall give Power of Attorney as the Board of Directors may determine for signing such documents and affixing the seal of the Association.

REMOVAL OF DIRECTORS

46. Any delegate may recommend the removal of a Director or Official from office on grounds or conduct detrimental to the office. Removal of a Director or Official shall require the majority of the vote of all delegates at any regular meeting.

AUDITOR

47. An auditor shall be appointed by the Directors and shall hold office until the next Annual Meeting or until their successor is appointed and shall make an annual report to the members upon the balance sheet and accounts at the Annual General meeting, and in every such report they shall state whether in their opinion it is a full and fair balance and properly drawn up so as to exhibit a true and correct view of the state of the Association's affairs.

MANNER OF ALTERING BY-LAWS

48. The objects or by-laws may be amended at any General Meeting of the Association by a Special Resolution. Special resolution is defined in the Societies Act as follows: "A resolution passed by a majority of not less than three-fourths (3/4) of such members entitled to vote as are present in person... at a General Meeting of which notice specifying the intention to propose the resolution as a Special Resolution has been duly give."
49. Notice of all proposed amendments must be given to the Secretary not less than sixty (60) days before any such meeting is to be held, and the Secretary shall notify each member no less than thirty (30) days prior to such meeting, and the Secretary shall notify each Director no less than fifteen (15) days prior to such meeting.

FISCAL YEAR

50. The fiscal year of the Association shall be the calendar year.

RULES OF ORDER

51. The fundamental principles of Canadian Parliamentary Rules of Procedure as set out in Robert Rules of Order shall govern the proceedings of the Association its Board of Directors and Committees as far as they may be applicable without coming into conflict with the Constitution and By-laws.

BORROWING POWER

52. The Association may exercise its borrowing powers only by Special Resolution as defined in these By-laws.

GENERAL PROVISIONS

53. Should any member be proven to the satisfaction of the Directors to be guilty of any conduct liable to endanger the welfare, good name or good order of the Association, the same may be reported to a meeting of the Association which may expel such member, or take such other action as may be necessary.
54. Any member who desires to withdraw from membership in this Association, may notify the Board of Directors in writing to that effect, and upon receipt of such notice by the Board of Directors, the member shall cease to be a member.
55. Any decal or crest that shall identify the bearer as a member of the Association, shall be the property of the Association.