

Bylaws

Music City Quarter Midget

Racing Association, Inc.

September 2002

Amended 01/14/2017

Amended 01/28/2024

Amended 03/23/2024

Article I (Name and Purpose)

Section A

This organization shall be known as the Music City Quarter Midget Racing Association, referred to as MCQMRA.

Section B

is organized for exclusively religious, charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3) of the Internal Revenue Code of 1986. Specifically, the organization shall create and maintain a clean, safe, healthy sport, which may be enjoyed by children, ages 5 through 17.

Section C

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Section D

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for exempt purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE II (Membership)

Section A

Any person, male or female, who is interested in the objectives of MCQMRA for their children, ages 5 thru 17, may submit membership in this organization. Applications shall be forwarded to the Secretary, and applicant shall enjoy all privileges of membership upon completion of the following:

1. Application is made in writing. (Forms maintained by MCQMRA Secretary.)
2. Signing a statement indicating he/she has received, read, and understands the MCQMRA Bylaws, including the MCQMRA Racing Rules and Specifications.

3. Payment of membership dues and driver insurance premiums.
4. Drivers have completed the approved MCQMRA training course or satisfactorily demonstrated to the Training Director their driving ability.
5. Proof of age is required (birth certificate, passport, ID card, etc.) upon the application for new membership for each prospective driver.

Section B

All members shall take part in the programs as assigned and perform other duties that may fall in their lot.

Section C

Duties of Members:

1. All members shall be obligated to participate in the endeavor of MCQMRA and be responsible for performing all other duties as prescribed in these Bylaws.
2. There will be an annual sanctioning body and MCQMRA dues for each family. These annual dues will be payable before any on-track activities are permitted beginning January 1st of each year. Only current paid members shall be eligible to vote. Each active adult member of a family shall have one vote regarding any and all business before the membership, regardless of the number of drivers in the family. An adult is defined as any active member, age 21 or over, living in the same household. However, no more than two votes per family membership will be allowed. If there are multiple family memberships for the same driver, and/or a driver lives in multiple households, no more than two votes will be allowed, regardless of the number of drivers in the family.
3. All members of MCQMRA are responsible for payment of all fees assessed by the bank for any check they have written which is not honored by the bank or electronic payment that is rejected. After the second offense within one year, that member is on a cash-only basis.
4. Any person paying after September 15 will be through the following year. If any person's dues remain unpaid for three months after they become due, his/her name shall be removed from the roll of members.

Section D

Classification of Membership

1. **Active (New or Renewal):** Members who have satisfied ARTICLE II, Section A.
2. **Associate membership:** dues are per year. The fee is to MCQMRA. This membership is for families from other tracks who want to compete for MCQMRA local points.

3. **Honorary:** Non-Members given honorary membership in recognition of distinctive and outstanding service to MCQMRA.
 - A. Nominations for honorary membership shall be made to the Board of Directors accompanied by a full description of the conditions supporting the recommendation. A 2/3-majority vote of the membership present at the meetings is required.
 - B. Honorary membership shall be for life and shall have full membership privileges. MCQMRA shall pay any assessed dues.
 1. Honorary members, as of the date of these Bylaws include,
 - i. Mr. Scotty Barnett
 - ii. Mr. John "Impy" Impellizeri
 - iii. Mrs. Tracy Impellizeri
 - C. Honorary membership may be rescinded at any time by a majority vote of the membership or when the honorary member is deceased.

Section E

Suspension of Members:

1. All MCQMRA members and their families are expected to act in a manner that is a credit to the sport, both at the track facility, off the track facility, at all MCQMRA events, and at all current sanctioning body events. Therefore, acts detrimental to the current sanctioning body and MCQMRA will be reviewed by the Board of Directors for possible disciplinary action including suspension if found guilty of any violations in the rules and regulations including the ZERO tolerance policy (ZTP).
2. Violations will be brought to any board member's attention immediately then taken to the Board of Directors. The Board of Directors will refer to the ZTP to determine outcome.
3. The violation will then be brought to the entire board to review. At that time, the board will discuss whether a written warning or a suspension will apply. Decisions to be made with a two-thirds majority vote of the elected board members according to the zero tolerance policy. Once a decision has been made, the written warning or suspension will be given to the offending party.
4. Repeated warning will result in a suspension. Repeated suspensions will result in a Termination of Membership. (Article II, Section E)

Termination of Membership may be:

1. By written resignation to the President. Dues (MCQMRA and Sanctioning body) are not refundable except in extraordinary cases. The MCQMRA Board of Directors shall rule on each request for refunds.
2. By non-payment of dues and insurance premium assessment prior to January 1 of each year.
3. For other causes: members whose activities and purposes have been proven to be incompatible with those of MCQMRA shall be removed from membership by two thirds majority vote of the elected board members.

Section F

Reinstatement of Membership:

1. Active membership terminated through resignation shall be renewed in accordance with ARTICLE II, Section A- Admission.
2. Membership terminated through non-payment of dues may be renewed contingent upon these Bylaws and after full payment of dues and insurance.

ARTICLE III

Section A

Membership Meetings

1. There shall be an annual meeting of the members upon such date, time, and place as the Board shall determine. During the annual meeting, voting members shall have the right to vote on the following matters only: election of the Board of Directors and officers, approval of the annual budget proposed by the Board, approval of any amendments to the bylaws that may be proposed by the Board, and any other matters the Board shall determine. Voting on all other matters is expressly reserved for the Board of Directors.
2. Special meetings of the members may be called by the Chair of the Board or upon the request of two-thirds (2/3) of the voting members. Members shall receive not less than 14 days prior written notice of special meetings. Notice shall be given in the manner specified in Article VIII, Section 2 of these bylaws, and the notice shall state the purposes of the special meeting.
3. Quorum and Voting. Each voting member in good standing shall have one vote at any meeting of the members. A quorum shall consist of 10% of the total voting members present either in person or by proxy. A majority of the votes cast at such a meeting at which a quorum is present shall constitute the action of the members.
4. Any motion brought to a vote will require a two-thirds (2/3) majority of the eligible voting members present at the meeting to pass. A roll call will be conducted when the meeting is called to order to determine the number of voters present.

ARTICLE IV (Insurance and Finances)

Section A

Insurance Fees:

1. The insurance policy period runs from January 1st through December 31st each year. Insurance fees for the coming policy period will be assessed at the next

membership meeting after notification of the insurance rates by the current sanctioning body.

Organization Finances:

1. Any expenditure of MCQMRA funds totaling over \$500 must meet approval of the MCQMRA board or majority of membership approval.
2. Neither the Board of Directors nor any of its members shall be authorized to transact or obligate MCQMRA, to legal matters involving financial obligation that has not been previously approved by the MCQMRA Board or without prior approval of the majority of the membership when the financial obligation is in excess of \$500.
3. The President, Secretary, and the Treasurer shall initiate signature cards at the MCQMRA designated financial institution(s) for administering checking accounts, savings accounts, bonds, certificates of deposits (CD's), electronic payment methods, and all other negotiable assets. The disposition of checking accounts, savings accounts, bonds, CD's, or any other negotiable assets will be subject to membership approval.

ARTICLE V (Offices)

Section A

1. The Board of Directors (BOD) of MCQMRA shall be composed of the President, Vice President, Treasurer, Secretary, Technical Director, Parliamentarian, Safety Director, Training Director, Scoring Director, as well as one member in good standing. The positions of President, Vice President, Secretary, Treasurer, a member of good standing, and Technical Director are voted on by the membership at the September/October meetings.
2. Board positions including Parliamentarian, Safety Director, Training Director, and Scoring Director as well as all non-board member positions including but not limited to Race Director, Pit Steward, Public Relations, Concessions and Maintenance, shall be appointed by the elected Board of Directors in the year that they assume the office and shall serve for a one-year term ending January 1st of each year.
3. The Board shall be subject to the orders of the Association and none of its actions shall conflict with the actions taken by the Association.
4. It shall have the power to act for the Association between meetings as occasions may require.
5. The Board shall advise the Association at each regular meeting of any actions it has taken on behalf of the Association.
6. Submit Treasury records to a 3rd party for audit purposes, cost to be assumed by the Association.
7. It shall receive membership applications and process in accordance with provisions of these Bylaws.

Section B

Beginning in 2024, the Elected Board of Directors shall be nominated from the floor of the first regular meeting in September, with a verbal acceptance at that meeting. The nominees will be voted on by ballot at the first regular meeting in October. A majority vote shall be necessary to elect. When there is only one nominee for an office, he/she may be elected by voice. All officers will serve a term of one year- January 1 through December 31. A quorum shall consist of those members present at any regular or special meeting of MCQMRA.

Section C

Any member of MCQMRA shall be eligible for election to any office provided that he/she is in good standing and up-to-date with their dues, fees, and/or club obligations and is not currently facing any suspensions or restrictions.

Section D

If any office shall become vacant, the Board of Directors 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.

ARTICLE VI (Duties of Officers)

Section A

The President Shall:

1. Preside at all meetings of the Association and the Board of Directors.
2. Appoint a Parliamentarian.
3. Call special meetings of the Association at his/her discretion.
4. Make provisions for the discharge pro tempore of necessary duties of absent or suspended officers or Directors.
5. See that the regulations of the Association are enforced.
6. Carry out assignments and instructions given to him by vote of the Association or the Board of Directors.
7. Appoint replacements as necessary in any appointive officer or committee.
8. Serve as an ex-officio member of all committees except the Nomination Committee.
9. Advise the Regional Director of all race schedules.
10. Counter, with the Secretary, all legal documents of the Association by which the Association shall become bound legally to third parties, and only after receiving appropriate authorization from the Board of Directors and/or Association.

11. Vote only to make or break a tie. In some instances, he/she may find it diplomatic to waive his/her right to vote. If voting is by ballot and the President is a member of MCQMRA, he/she has the right to vote regardless of the outcome.

Section B

The Vice President Shall:

1. Be an aide to the President and, in case of absence or disability of the President, shall pro tempore assume and perform duties of the President.
2. Hold a copy of all keys used by MCQMRA.

Section C

The Secretary Shall:

1. Keep records of the proceedings of all MCQMRA general membership and Board of Directors meetings.
2. Issue notices of meetings and agendas at the direction of the President.
3. Administer the correspondence of the Association.
4. Have custody of all legal records, reports and documents of MCQMRA, both incoming and outgoing.
5. Keep an annual inventory of all property of MCQMRA and report to the Board the inventory at the beginning and ending of the term.
6. Process memberships applications and issue driver and insurance cards.
7. Compile, maintain, publish, and distribute an up-to-date membership roster of all members and committees.
8. Countersign, with the president, all legal documents of the Corporation by which the Association shall become legally binding to Third parties, and only after receiving appropriate authorization from the Board of Directors.
9. Maintain a master copy of all keys used by the organization.
10. Provide the Scoring Director a list of active members no later than the first race day and update as necessary.

Section D

The Treasurer Shall:

1. Collect fees, dues, insurance premiums and all other monies.
2. Render a detailed written financial report at each scheduled meeting of the Association.
3. Present an annual financial report at the annual meeting (last meeting during the calendar year).
4. Pay the bills of the Association.

5. Be authorized to pay all approved bills up to the time the successor is installed, thereby submitting a supplemental report for audit.
6. Transfer ledgers and accounts to successor not later than the first membership meeting of the calendar year.
7. Transfer all closed ledgers and other permanent legal documents to the Secretary for inclusion in the Association's permanent files.
8. Issue checks on the Association bank account.
9. File with the Internal Revenue office reports of State and Federal Income and tax, as applicable, to nonprofit organizations.
10. Deposit all monies in such banking institution or institutions as shall be determined by the Board of Directors.

ARTICLE VII (Directors)

Section A

There shall be the following Directorships:

1. **Technical:** Responsible for seeing that the sanctioning body Rules and Specifications and the MCQMRA rules concerning engines, cars, and equipment are adhered to. Assist the Safety Director at meets when necessary. Authorized to appoint a member in good standing for a technical committee. The technical committee may protest any car at any time and cause it to be torn down and inspected.
2. **Safety:** Handle all safety affairs of MCQMRA and be responsible to see that all cars meet the safety rules of MCQMRA and the current sanctioning body. Hold safety inspections on opening day and inspect one class each week thereafter. Be observant at all times of any safety violations. Be responsible to the President in seeing that the race track and the track equipment are in safe condition.
3. **Training:** Responsible for conducting the Rookie Training Program. Insuring that only well-informed and well-trained students graduate. Coordinates the necessary repairs of the training equipment, the cost of which is paid by the Association. Shall assist in administering membership applications and insurance coverage for rookie drivers. Responsible for the rookie program as per the sanctioning body rulebook.
4. **Public Relations:** Handles all publicity for MCQMRA including all radio, TV, social media, and newspaper announcements of race results. Responsible for all promotion of MCQMRA racing activities, including displays, printed programs for sanctioned events, and other promotional material as instructed by the general membership.
5. **Scoring:** Responsible for furnishing all scores, callers, and lap counters at each race, keeping accurate and consistent records for all permanent files of the association. Provide reports of race point standings, posting them in the scoring tower and making them available on race day to the membership.
6. **Maintenance:** Responsible for organizing and/or performing the general maintenance of all MCQMRA facilities and property. Responsible for

coordination and direction of track cleanup events. Responsible for assuring that all housekeeping activities have been maintained, including restroom and track cleanup.

7. **Pit Steward:** Responsible for the lining-up of cars in all races, keeping cars in assigned pits, and the staging area.
8. **Parliamentarian:** Be well schooled in parliamentary procedures and shall have a thorough knowledge of the Constitution, Bylaws, and Racing Rules and Procedures of MCQMRA. Advise the President and Board of Directors on matters of parliamentary procedure. Have all the rights and privileges of an officer at meetings of the Board of Directors except the right to make motions or the right to vote. The Parliamentarian shall enjoy all privileges of membership at any membership meeting.
9. **Race Director:** Govern the conduct of all races and make final decisions concerning said races.

Section B

Each outgoing officer shall, not later than December 31st of each year, return all properties of the Association which he/she has in his/her possession, and the files and reports for that office, to the President or the newly elected successor of that office. Inclusive of passwords, keys, and any other club property.

ARTICE VIII (Board of Directors)

Section A

The Board of Directors will consist of the President, Vice President, Secretary, Treasurer, Parliamentarian, Technical Director, a member of good standing plus the following appointed positions: Safety Director, Training Director, and Scoring Director.

The Board shall be subject to the orders of the Association and none of its acts shall conflict with the actions taken by the Association.

1. It shall have the power to act for the Association and none of its acts shall conflict with the actions taken by the Association.
2. The Board shall advise the Association at each regular meeting of any actions it has taken on behalf of the Association.
3. Submit Treasurer Records to a licensed Certified Public Accountant_, cost to be assumed by the Association.
4. It shall receive membership applications and process in accordance with provisions of these Bylaws.

Section B

Special meetings of the Board of Directors may be held at the call of the President. A concerted effort shall be made to notify all Board members of impending meetings.

Section C

Any Committee Chairman may be invited by the President to attend any meeting of the Board in an advisory capacity. Such persons shall have the privilege of the floor but shall not vote.

Section D

The Board of Directors has the authority to take action if a situation arises that needs immediate attention.

Section E

Fifty percent (50%) of the membership of the Board shall constitute a quorum.

Section F

No member of the Board shall have more than one vote, regardless of dual capacities held.

ARTICLE IX (Committees)

Section A

The President will appoint a Social Committee and a Chairman. This committee will be responsible for coordinating social activities of the Organization, such as annual awards banquet, race events, and track decoration.

Section B

Other committees may be appointed by the President as occasion and necessity may require.

ARTICLE X (Meeting)

Section A

1. Regular meetings shall be held monthly on a date to be determined by a majority vote of the members. The Drivers' Banquet will be held in January at a site chosen by the appointed committee.
2. Meetings will transact the business of MCQMRA.

Section B

In all regular meetings of MCQMRA, the order of business shall be as follows:

- a. Call to order
- b. Reading of the minutes of the last meeting and their approval
- c. Report of special committees
- d. Unfinished business
- e. New business
- f. Adjournment

Section C

The first regular meeting of the calendar year shall be for the purpose of presenting annual updates and for adopting or rejecting Revisions to the Bylaws.

ARTICLE XI (Sanction Body Change)

Any amendments or changes to the MCQMRA sanctioning body will go through the track owner, Scotty Barnett, contingent upon the Association's ongoing use of the property owned by Mr. Barnett for no fee. Further any such changes or guidance must follow compliance for state and federal regulations according to Tennessee Non-profit Corporate law and IRC Section 501(c)(3).

ARTICLE XII

(Amendments)

Amendments of the Bylaws shall be submitted to the secretary at any time by the President and distributed to the members prior to the meeting where amendments shall be considered. Revisions will be adopted or rejected during the January, March, June, or September meetings. Proposed amendments will be distributed to the membership two weeks prior to these meetings. Approved changes will be indicated by a Bylaw Change Log. Also, a change sheet signed by the President will be added to the end of the Bylaws.

I certify that I have read the attached Bylaws of the Music City Quarter Midget Racing Association, Inc. and that all amendments approved by the membership have been incorporated.

President: Date: electronically signed March 25, 2024 by

DocuSigned by:
Randy Y...
91BE3FE682EE4CB

Vice President: Date: electronically signed March 25, 2024 by

DocuSigned by:
STEVE HADLEY
1EF863F50D094EE

Secretary: Date: electronically signed March 25, 2024 by

DocuSigned by:
Mark Edw
54891FAA11D942D...

BYLAW CHANGE SHEET LOG

- March 24, 2024 Article I, Section B, Section C, and added Section D
- March 24, 2024 Article II
- March 24, 2024 Article III added (Membership Meetings)
- March 24, 2024 Articles III thru IX numbering update
- March 24, 2024 Article XI
- March 24, 2024 Article XII

PAST BYLAW CHANGE SHEET LOG

January 20, 2016	Article II, Section D,B,i-iv
January 20, 2016	Article X
January 28, 2024	Article I, Section C
January 28, 2024	Article II, Section A
January 28, 2024	Article II, Section C, 2 and 3
January 28, 2024	Article II, Section D, 2 and 3
January 28, 2024	Article III, Section A, (Insurance Fees) 2
January 28, 2024	Article III, Section A, (Organizational Finances) 1,2,and 3
January 28, 2024	Article IV, Section A, 1 and 2
January 28, 2024	Article IV, Section B
January 28, 2024	Article IV, Section C
January 28, 2024	Article IV, Section D
January 28, 2024	Article V, Section A, 4,5, and 11
January 28, 2024	Article V, Section B, 2
January 28, 2024	Article V, Section C, 5 and 9
January 28, 2024	Article, Section A, 1,2,3,4,5,6,7,8, and 9
January 28, 2024	Article VI, Section B
January 28, 2024	Article VII, Section A, 3
January 28, 2024	Article IX, Section C
January 28, 2024	Article X
January 28, 2024	Article XI