

# **BY-LAWS**

## **Ogden Cycle Association, Inc.**

Incorporated June 2, 1956

All amendments to these by-laws have been incorporated into the text of this document November, 2017

### **ARTICLE I GENERAL**

SECTION 1 NAME. This organization shall be known as “The Ogden Cycle Association” And will operate as a non-profit organization incorporated under the laws of the State of Utah. The nickname of the organization shall be the “Victors”.

SECTION 2 PURPOSE. The purpose of this organization shall be to promote the sport of competitive motorcycling in the State of Utah.

SECTION 3 AFFILIATION. This organization shall be affiliated with the Utah Sportsman Riders Association of the State of Utah as a member Club and shall be subject to all rules and regulations of that Association.

SECTION 4 CORPORATE POWERS. The Corporate powers of this club shall be vested in a Board of Directors who shall be members in good standing, two-thirds (2/3) of whom shall constitute a quorum for the transaction of business.

### **ARTICLE II BOARD OF DIRECTORS / OFFICERS**

SECTION 1 BOARD OF DIRECTORS. A board of Nine (9) Directors will be elected to oversee affairs as described by the Articles of Incorporation. The term of office will be two (2) years. An election will be held on even numbered years for five (5) directors and odd numbered years for four (4) directors. Additional responsibilities of the board members include supervising officers, team leaders, agents, consultants, and contractors to insure their duties are properly performed.

SECTION 2 ELECTIONS. Election of the Board of Directors will be by nominations solicited from the floor. Nominees must be members in good standing with at least one (1) year in the club and may not be the owner of a motorcycle shop. Election will be by private ballot with a simple majority vote determining the winners. The election shall be held at the September club meeting each year and take effect in October. Club officers will serve as the election board and will conduct the election, count the ballots, and announce the results.

SECTION 3 CLUB OFFICERS. The officers of this organization shall be President (the President must be on the Board of Directors), Two Vice-Presidents, Secretary, and Treasurer. It shall be the first responsibility of the Board of Directors to appoint Club officers. The term of office for all officers shall be one (1) year.

SECTION 4 VACANCIES. Any office vacated during the term of office will be filled by appointment by the Board of Directors. The appointment will only be for the unexpired term of the office vacated. Any Board position vacancies shall be filled by a club vote at the next scheduled meeting. The President may appoint an interim board member until the general membership can vote.

SECTION 5 REMOVALS OF OFFICERS. To remove an officer from office, charges must be presented in writing to the Board of Directors who, after due deliberation, shall report to the club its recommendations. An affirmative majority vote of the general membership present shall be required to remove the officer.

SECTION 6 DUTIES OF THE OFFICERS. The duties of the officers will be as follows:

- A. The President shall be named as the principle officer of the organization and shall supervise all of its business and affairs. The President will preside over all general and board meetings.
- B. Either of the Vice-Presidents, chosen by the President, shall act in his absence, perform all duties and shall have all powers of that office. He shall perform other duties as assigned by the President.
- C. The Secretary shall record and keep the minutes of all meetings, including names of members and prospective members present and shall, perform other like duties as required by the President.
- D. The Treasurer shall be responsible for all assets of the organization. Shall receive all monies due the organization in such local bank as may be designated by the Board of Directors and will pay all monthly bills. May take disbursements from the account only by direction of the President and only by checks signed by him and countersigned by either the President or the Vice-President. He will be responsible for the preparation of financial statements and make them available to the general membership at each meeting.

### **ARTICLE III MEMBERSHIP**

SECTION 1 NEW MEMBERS. Membership in this organization may be attained only by the following procedure:

- A. Any person of good moral character, proposed by a member in good standing and accepted by majority vote of the general membership present at a club meeting may become a member provided they are willing to accept and perform all requirements of the organization.
- B. Initial working membership dues will be determined annually. Currently \$500
- C. New working members are accepted only at regular scheduled meetings. The working member cap is set at 90 members excluding charter and lifetime members. Current members in good standing will be able to renew regardless of cap.

- D. Non-Working memberships may be obtained at any time. The Non-Working membership fee will be determined annually. Currently \$1000 for a single rider and includes all immediate family members under the age of 12. Additional family members over the age of 12 may be added for an additional \$200 per rider.
- E. Immediate Family of current members will be allowed to obtain their own working membership when they move from home, or before, regardless of member cap.
- F. Lifetime status members may pass a special membership to immediate dependents who reach eighteen (18) years old. This privilege is for only one (1) generation beyond the original member who earned lifetime status. The inherited membership (lifetime2) will be the equivalent of a charter membership for dues, hours, and meeting attendance. Inheriting member(s) must serve five (5) years in good standing as a charter member before receiving lifetime2 status. No memberships may be passed beyond this.
- G. Lifetime memberships will be listed as; Lifetime1 and Lifetime2. Lifetime1 members are original earners of lifetime status. Lifetime2 are members who inherit lifetime memberships after 31 December 2017.

### SECTION 3 SHOP / RACE TEAM MEMBERSHIP.

- A. Shop/Race Team membership will be by Board of Director appointment only. A representative from any shop/team seeking membership will attend a scheduled Board of Director meeting with a proposal for membership.

### SECTION 4 GENERAL MEMBERSHIP REQUIREMENTS. To maintain membership in good standing in this organization, the following requirements must be met:

- A. Pay yearly dues, which become due and payable on January 1 of each year (currently \$500). Member will be considered delinquent if dues are not paid and the membership agreement signed by March 31<sup>st</sup> of the current year.
- B. Single working members (one rider) are required and committed to a minimum of twenty (20) hours of work toward maintaining the facilities and help with hosting races. At least ten (10) of these hours must be reserved for races and open practices.
- C. Family working members (two or more riders over the age of 12) are required and committed to a minimum of thirty (30) hours of work toward maintaining the facilities and help with hosting races per year. At least fifteen (15) of these hours must be reserved for races and open practices.
- D. It is the responsibility of the working member to check in and out with a team leader and get a receipt for their hours at work parties and races.
- E. Consuming or being under the influence of illegal drugs or alcohol is not allowed if operating a motorized vehicle on OCA property or while working a race.
- F. All regular working members must attend at least 50% of the monthly club meetings. Any member who cannot attend a meeting will call any officer to be excused prior to the scheduled meeting.

- G. Any regular member (working, charter, life) may request up to four (4) consecutive years inactive status when extenuating circumstances of military service, work, college, or other justifiable circumstance take the member out of the area. No inactive years count as good years for tenure. Requests must be presented to the BOD in writing by March 31<sup>st</sup> of the first year requested.

SECTION 5 CHARTER MEMBERSHIPS. Charter membership is normally granted to working members after ten (10) consecutive years in good standing.

- A. Charter members shall be exempt from one-half (1/2) of all dues, work duties, and meeting attendance requirements.
- B. Acting as president for two (2) consecutive years is grounds for acceptance into Charter membership upon a motion for such action and an affirmative majority vote.

SECTION 6 LIFETIME MEMBERSHIPS. Lifetime membership is normally granted to working members after fifteen (15) consecutive years in good standing.

- A. Lifetime members who receive lifetime status after December 31<sup>st</sup> 2017 shall be exempt from all work duties, meeting attendance requirements, and eighty-five percent (85%) of yearly dues. Lifetime members prior to December 31<sup>st</sup> 2017 are exempt from all work duties, meeting attendance, and yearly dues.
- B. Lifetime Members will pay yearly dues (if applicable). Lifetime members must also sign required waivers between January 1<sup>st</sup> and March 31<sup>st</sup> of each year to remain a member.

SECTION 7 REMOVALS FROM MEMBERSHIP. A member may be removed from membership under any of the following circumstances:

- A. Failure to pay dues by March 31<sup>st</sup> will result in automatic removal from membership.
- B. Failure to comply with any Article of these By-Laws or the membership agreement will result in removal from membership upon a motion for such action and an affirmative vote of not less than 50% of the current active membership.
- C. Conduct that results in OCA being placed in ill repute in the community or affiliated organizations will result in removal from membership upon a motion for such action and affirmative vote of not less that 50% of the current active membership.
- D. Upon removal of membership, the former member's gate key will be immediately turned off.
- E. Members removed for not fulfilling their working obligation listed in Article III, may not rejoin the club as a working member for two (2) years following.
- F. Failure to comply with the membership agreement/release.

## **ARTICLE IV MEETINGS**

SECTION 1 SCHEDULE. Meetings will usually be held once a month on the third Tuesday at the Roy City Library at 7:00pm as arranged by the Secretary, unless otherwise stated by the board of directors.

## ARTICLE V COMPETITION EVENTS

SECTION 1 ADMISSION. No charge for admission to an event will be made for any working, charter, or lifetime member in good standing and their immediate family. In the case of an unmarried member, there will be no charge for the member and one (1) guest.

SECTION 2 RACE ENTRANCE FEE. All race entrants; members and non-members will be required to pay the established entrance fee. **Exception;** club officers, team leaders, and members of the board of directors may be compensated for up to four entry fees per day as an incentive for the additional time required of their positions. In cases where the compensated entries affect Pro class purses; the entry fee will be paid by the club. Optional alternative compensation may be granted by the board of directors on a case by case basis.

SECTION 3 REFUNDS. Refunds of admissions may be made to non-members who work at competition events at the discretion of the Executive Committee. Any other refunds must be voted upon and passed by an affirmative vote of a majority of the members present at a regular meeting.

SECTION 4 MEMBER PARTICIPATION. All members will be expected to work at competition events as assigned by the Executive Committee.

## ARTICLE VI TRACK RULES

SECTION 1 TRACK ACCESS. Only active working or non-working members in good standing may possess a key to the track gate. The person will have free access to and use of the track and facilities during the times of day specified by the City of Farr West noise ordinances (except when closed by order of the board of directors). People will be thoroughly familiar with rules outlined in the membership agreement/release waiver, including the use of protective gear, designated riding areas, and responsible conduct.

SECTION 2 GUESTS, PASSES, FEES. A member may have guests provided all the following requirements are met.

A. Members may purchase guest passes at regularly scheduled meetings. The cost of guest passes are twenty dollars (\$20) for Non-working members and ten dollars (\$10) for working members.

- B. All guests must wear the serialized Guest Pass wrist band and the corresponding signed and dated liability release waiver placed in the drop box. Failure to comply could result in suspension or removal from membership.
- C. Each guest pass is valid for one day.
- D. The sponsoring member will ensure guests obey all track rules and will be solely responsible for their guest actions while using the track and facilities.
- E. All guests must be accompanied by their sponsor at all times while on club property. It is not acceptable for a member to leave guest at the facility alone for any amount of time.
- F. It is the responsibility of the sponsor to have all appropriate waivers signed prior to any guest using the facilities. Failure to do so will be grounds for removal of membership.

SECTION 3 EXCLUSIVE PEEWEE TIME. For safety concerns, the first 20 minutes of each hour may be reserved exclusively for the use of 50cc and 65cc riders who desire practice on the main track. The last 20 minutes of each hour is reserved for the same use on the Vet track. These two time slots are limited to 50/65cc machines when the right is invoked by the parent/guardian of the rider(s). All other riders will leave the main track immediately when this right is invoked. The parents/guardians will ensure the 50 or 65cc riders exit the main track immediately when these time slots are complete.

SECTION 4 ATV MAIN TRACK ACCESS LIMITATIONS. ATV's will limit use of the main track to Wednesday's only. Other tracks on the property will remain unlimited access to ATV's.

## **ARTICLE VII AMENDMENTS**

SECTION 1 PROPOSED AMMENDMENTS. Any member may propose amendments to the By-Laws at any regular meeting. The amendment shall not be voted upon at such meetings, but must be held over for a minimum of one meeting before being voted upon. During this period, discussion on the proposed amendment shall be solicited at all regular meetings and the date of the formal vote will be announced.

SECTION 2 VOTING. After being held over for the required period, the amendment shall be re-read by the Secretary and voted upon. Passage of the amendment will require and affirmative vote of the majority of active members present.

## **ARTICLE VIII DISSOLUTION**

SECTION 1 PROCEDURE. The Executive Committee may, if circumstance warrant, propose dissolution of the organization. The Committee shall give the current active membership written notice thirty (30) days in advance of a meeting for this purpose. At such meeting, an affirmative vote of a majority of the current active membership will be required to effect passage of this proposal.

SECTION 2 DISBURSEMENT OF MONIES. Any and all monies and assets remaining after dissolution and after payment of all debts and obligations will be distributed equally among the current members in good standing.

**ARTICLE IX FINANCIAL CONTROLS**

SECTION 1 PROCEDURE. Any single expenditure of club monies above the amount of five thousand dollars (\$5,000) must have prior approval of the majority of the club members present at the meeting where the approval is requested. The exception to this will be payment of the mortgage on club property and property taxes.

SECTION 2 BUFFER FUNDS. There will remain a \$20,000 minimum buffer in the Club bank account at all times for emergency use. This buffer may only be used if an affirmative vote of a majority of the members present at the club meeting is cast.

**Amendment History**

Article I	Section 4	Board of Directors	amended Dec 2002 meeting
Article II	Section 1	Board of Directors	amended Dec 2002 meeting
	Section 2	Elections	amended Apr 2009 meeting
	Section 3	Club Officers	amended Mar 2006 meeting
	Section 4	Vacancies	amended Aug 2003 meeting
	Section 6	Duties of Officers	amended Aug 2003 meeting
Article III	Section 1	New Members	amended Feb & Sep 2003 meetings
	Section 1	Fees	amended Mar 2005 meeting
	Section 1	New Members	amended Jan 2008
	Section 1	Fees	amended Jan 2008
	Section 1	(C) Member Cap	amended 2012 from 80 to 120
	Section 1	(C) Member Cap	amended Jan 2013 from 120 to 90
	Section 1	(D) Non-Working \$1000	amended Nov 2017
	Section 1	(F) inherited memberships	added Nov 2017
	Section 1	(G) lifetime 1 & 2	added Nov 2017
	Section 2	Track Passes	amended Jan 2008
	Section 2	Member Requirements	amended Feb 2003 meeting
	Section 2	(E) Shop Membership	amended March 2006 meeting
	Section 2	BOD Election Month	amended Apr 2008
	Section 2	Track Pass Section	DELETED Jan 2012 (no track pass)
	Section 3	Charter Membership	amended Feb 2003 meeting
	Section 3	Charter Dues	amended Mar 2005 meeting
	Section 4	(A) Dues increased to \$500	amended Nov 2017 meeting
	Section 4	(B & C) hours cut by 1/2	amended Nov 2017 meeting
	Section 4	(E) Drugs and Alcohol	amended Apr 2008 meeting
	Section 4	(G) inactive status	added Nov 2017 meeting
	Section 5	(C) inactive status	deleted Nov 2017 Meeting

	Section 6	(A) Life Member Dues	amended Nov 2017 meeting
	Section 6	(B) dues	amended Nov 2017 meeting
Article IV	Section 1	Schedule	amended Jan 2003 meeting
Article V	Section 2	Race Entrance Fee	amended Nov 2003 meeting
Article VI	Section 1	Track Access	amended Jan 2008
	Section 1	Track access non-working	amended Jan 2013
	Section 2	(A) Guests, Passes, and Fees	amended Nov 2017 meeting
	Section 2	guest passes outside mtgs	deleted Nov 2017 meeting
	Section 3	PeeWee Time	amended Apr 08 meeting
	Section 4	ATV's	added Mar 2009
Article IX	Section 1	Procedure	added Apr 07 meeting
	Section 2	Buffer Funds	pulled from Treasurer duties