

**NORTHERN OUTLAWS SPRINT ASSOCIATION  
BYLAWS**

**ARTICLE I.  
PURPOSE**

The Northern Outlaw Sprint Association, hereinafter referred to as NOSA, is organized for the following purposes:

1. To organize and promote Sprint Car Racing in the upper Midwest.
2. To assist in providing for its members and participants, an arena for racing events which includes adequate facilities, protection for spectators and participants, fair and equitable rules of competition, and adequate purses.
3. To provide a medium, through which interested fans, promoters, and other parties, may participate, financially and otherwise, in the perpetuation of Sprint Car Racing.

**Article II.  
BOARD OF DIRECTORS**

**Section 1 - General Powers:** The affairs of this organization shall be managed by its Active Membership. The Board of Directors will have authority to conduct day to day business and to negotiate with other parties subject to the approval of the Active Membership.

**Section 2 - Authority to Establish Compensation:** The Board of Directors shall not have authority to establish compensation for its directors, officers, or otherwise, nor shall it have authority to provide for pensions, disability or death benefits, or other benefits or payments to directors or officers of the organization. However, the Board of Directors shall have the authority to hire staff and pay the expenses of Board Members and employees for certain purposes as approved by the membership under these bylaws.

**Section 3 - Number of Directors:** The Directors shall consist of a 7-member panel, currently holding office in accordance with these bylaws. Each board member will have assigned duties i.e....Secretary/Treasurer, Safety/Competition Director, Public Relations/Communications, Promotions, Chief Director.

**Section 4 - Qualifications Terms and Selections:**

- A. All directors shall be at least 18 years of age and may serve consecutive terms. Directors shall not be chosen on a basis of race, creed or color, but shall be persons of demonstrated expertise in the operation of racing, racing events, or financial or business matters and have expressed a commitment to the development of Sprint Car Racing in our area.
- B. The Directors shall serve one-year terms, starting after their election at the annual meeting of NOSA.
- C. Succeeding Directors shall at the annual meeting of NOSA, be elected by majority vote of active members present. Active members are members who are either sprint car owners or drivers who have participated in NOSA points events in the current racing

season or the previous racing season and have been certified by the Secretary of NOSA to be current dues paying members.

- D. **Dues for Active Members.** Membership fees are due by Opening Night of First Scheduled NOSA event. Active Members shall be the only Members allowed to vote on NOSA business. Associate members elected to the NOSA Board of Directors shall be considered active members for voting purposes.
- E. **Removal.** Any Board Member, elected by the membership, may be removed by the membership whenever in its judgment, or the best interests of NOSA will be served hereby. However, such removal would require at least a fourteen (14) days written/email notice of such a meeting mailed to all active members declaring the purpose of the meeting to be removal of an officer.
- F. **Vacancy.** When a vacancy exists on the Board of Directors, it shall be filled by a majority vote of active members at the next NOSA Meeting of the full membership with at least seven (7) calendar days written/email notice to the membership, except in the case of a proper removal of an officer per section 4-E above, in which the replacing officer could be nominated and elected at the same meeting.

#### **Section 5 – Meetings:**

- A. Annual Meeting shall be held each year upon completion of that year’s racing activities. It shall be held at a time and place designated by the Board of Directors and written/email notice including such information will be provided to each paid member at least fourteen (14) days prior to the meeting date. The annual meeting will include the election of Officers for the following term.
- B. Regular Meetings may be held at a time and place designated by the Board of Directors with at least seven (7) days prior notice given either verbally at a NOSA points racing event or by mail/email. Regular meetings will be held at least four (4) times per year.
- C. Special Meetings may be held upon at least forty-eight (48) hours notice to each of the directors and officers and may be called either by the Chief Director or any two (2) directors of the organization.
- D. Waiver. Attendance of a director at a meeting shall constitute a waiver of notice of a meeting, except where a director attends a meeting and objects there at to the transaction of any business because the meeting is not lawfully called or convened.

#### **Section 6 - Quorum Majority:**

- A. No minimum percent of Active Members is required for a quorum at an Annual or Regular meeting provided that all Active/Voting members are notified as specified of the notice. At least four (4) active NOSA Board Members must be present.
- A. A minimum of three (3) Board Members are required for a quorum at a Special Meeting.
- B. A vote to change bylaws or competition rules or expend money of NOSA will be valid without a quorum, providing notice of the meeting is valid and at least four (4) board members are present.

#### **Section 7 – Committees:**

- A. THE EXECUTIVE COMMITTEE shall consist of the Board of Directors and shall have the authority of the Membership to manage the business of this organization in the interval between meetings.

- B. APPOINTED COMMITTEES shall be appointed by the Board of Directors. Each appointed committee may establish the time for its meetings and may change that time as it deems advisable. Special meetings of any appointed committee of this organization may be called by the chairman of that committee or by the president. All appointed committees shall be advisory only. Authority to conduct business or expend money will be held by the Board of Directors, subject to approval by the Membership.
- C. PROMOTION COMMITTEE - is charged with developing ideas and plans for additional racing events, possible corporate sponsor, promoter, and fan involvement.
- D. PUBLIC RELATIONS COMMITTEE - establishes a link with local, regional and national media to take advantage of all available means to promote our sport. Car shows, racing programs, driver / owner profiles, parade participation and press releases to racing newspapers are just a few examples.
- E. COMPETITION RULES COMMITTEE - establishes fair and equitable rules for NOSA sanctioned events and works with promoters to have them adopt, as much as possible, common rules.

**ARTICLE III.  
BOARD MEMBER RESPONSIBILITIES**

**Section I** – Each board member will be assigned certain duties/responsibilities to NOSA as listed below. Some of these tasks are individual and some require more than one board member to accomplish. The yearly Rule Book will list the duties/responsibilities on the introduction.

**Section 2 – Duties/Responsibilities:**

- A. Secretary/Treasurer
- B. Competition Director(s)/Safety/Points/Rules
- C. Scheduling of Events
- D. Marketing/Promotions
- E. Contracts with Racing Venues

**ARTICLE IV.  
ASSOCIATE MEMBERS**

Associate Members are members who have demonstrated an interest in the ideals and goals of NOSA, but do not meet one or more of the qualifications to be an active member. Their annual dues shall be Twenty-Five (\$25) Dollars and they are welcome to attend any NOSA function or meeting. However, Associate Members will be non-voting members unless they hold an elected office in NOSA

**ARTICLE V.  
CONTRACTS, LOANS, INCOME, AND DISBURSEMENTS**

**Section I – CONTRACTS:** The Membership may authorize any Officer or Agent to enter into a contract or execute and deliver and instrument in the name of and on behalf of NOSA, and any authorization may be general or confined to specific instances.

**Section 2 – LOANS:** No loans shall be contracted on behalf of NOSA and no evidences of indebtedness shall be issued in its name unless authorized by resolution of the membership.

**Section 3 – INCOME:** Any monies received in the name of NOSA shall be deposited promptly by the Treasurer in such accounts as designated by the Board of Directors.

**Section 4 – DISBURSEMENTS:** All disbursements shall be made from accounts designated by the Board of Directors and shall only be drawn out by checks signed by at least two Officers.

## **ARTICLE VI. AMENDMENTS**

**Section 1 - Initial Bylaws:** These initial Bylaws of NOSA have been adopted by the Membership.

**Section 2 - Subsequent Bylaws:** The Bylaws may be adopted, amended or repealed by the Active Membership. Any Active Member may propose the adoption, amendment, or repeal of Bylaws to the Active Membership by a majority vote at a regular or annual meeting.

**Section 3 - Vote Required:** Bylaws may be adopted, amended, or repealed by the Active Membership by a vote of two-thirds (2/3) vote thereof at a regular or annual meeting at which a quorum is present, and for which seven (7) calendar days notice shall state the article and section number of the Bylaws to be adopted, amended or repealed and the intent to adopt, amend or repeal such Bylaws.  
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