

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION (NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we Daniel Thompson Mike Kovar

James J. LeBar John R. Gingenelle Ed Kenney

Jeffrey Brown David Handlyk Dale H. Langlais

Steve Comea Clavin Lewis Jim Carrier Kevin Calow

Paul Langha Dave Baumerted Gary Buzman

all of lawful age, hereby agree to and with each other: Bruce E. Brigham

Michael Langdon Kutter Bryn Wells Dickinson Marilyn Langlais

David Titus Joel Howard Phyllis Silva Clayton Sheld

Stephen Johnson John Richard Dennis Brockman

under and by virtue of the powers conferred by Chapter 7-6 of the General Laws of

Rhode Island, as amended.

FIRST. Said corporation shall be known by the name of The New England

Truck Pullers Association Incorporated, hereinafter referred to as the

Association

THIRD. Said corporation is constituted for the purpose of

A. Promoting Four Wheel Drive Truck Pulling as a primary purpose.

B. Promoting Two Wheel Drive Truck Pulling as a secondary purpose. In order to achieve our purpose we shall strive to:

1. Create uniformity in the rules and regulations governing truck pulls which are sanctioned by our Association;

2. Promote safety, fairness, and sportsmanship at truck pulls that are sanctioned and/or sponsored by our Association;

3. Provide a central communications network which will endeavor to inform the members of our association about regional truck pulls, rules, and upcoming events of interest;

4. Create positive community awareness concerning truck pulling through publicity, sportsmanlike conduct and community service.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See §§ 7-6-7, 7-6-7.1 and 7-6-8 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:

(a) to have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association or charter;

(b) to sue and be sued in its corporate name;

(c) to have and use a common seal and alter the same at pleasure;

(d) to elect such officers and appoint such agents as its purposes require, and to fix their compensation and define their duties;

(e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing its officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;

(f) to make contracts, incur liabilities and borrow money.

Said corporation shall be entitled to take, hold, transmit and convey real and personal estate to an amount not exceeding in all one hundred fifty thousand dollars (\$150,000); provided, however, that the foregoing limitation shall not apply to certain corporations organized for the purposes enumerated in § 7-6-8. If any corporation subject to the foregoing limitation desires to take and hold property to an amount exceeding one hundred fifty thousand dollars (\$150,000) either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto

(Over)

FOURTH. Said corporation shall be located in North Kingstown, Rhode Island.
(City or Town)

FIFTH. Membership. (Further provisions not inconsistent with law) Membership shall be open to anyone with an interest in Four Wheel Drive and/or Two Wheel Drive truck pulling who agrees to follow the Association's Articles and Bylaws, abide by majority rule, and pay the appropriate annual membership fees as set forth in the bylaws. There will be two membership types: Full Members and Associate Members.

A. Full Members shall have voting powers for all Association business including Articles of Association and Bylaws amendments and resolutions, truck pulling rules and regulations, technical truck rules and regulations, and all business which takes place at all Association meetings. Full members shall also be able to run for any Association office and nominate any other full member to any Association office.

IN the case that any full member cannot be personally present to exercise his or her voting power he or she may designate any associate member who is present to act in his or her place by written notice which must be presented to the Presiding Officer before the meeting opens.

B. Associate Members shall have no voting powers. Associate members can attend all Association meetings, serve on Association committees, and participate in all Association activities designated as "Members Free" Free of Charge except actual truck pull participation fees which shall be designated separately for each Association.

SEE ATTACHMENT A

SIXTH

Governing Offices. The Southern New England Truck Pullers Association will have governing officers elected by the entire body by a simple majority vote of the full members present during an announced and designated meeting. Any and all elected officers must be full Association members in good standing with the Association. The election meeting will be announced and designated at least thirty (30) days prior to the date it is to take place by printed or written notice to all full members who are in current good standing and have current dues paid at the time of the announcement. The governing elected officers will be as follows:

A. President:

The President will be the principal presiding officer of the Association. The office of President will be filled through election by the aforementioned election procedures and serve for one (1) year. The President's duties will be to:

1. Preside and run all Association business meetings and events;
2. Call together all full members in periodic meetings to conduct Association business;
3. Appoint standing committees and committee chairpersons as necessary or designated herein or by the bylaws;
4. Function as the primary contact person with other organized bodies and Associations;

SEE ATTACHMENT B

SEVENTH

Meetings of the Southern New England Truck Pullers Association shall occur on a regular scheduled basis six (6) times a year during the months of July, September, November, January, March, and May and the election year shall follow this rotation with terms of office running from the scheduled meeting which occurs in July to the scheduled meeting which occurs in the following July. The meetings will be democratic and parliamentary in nature and shall be conducted in accordance to the order of business as outlined in the bylaws. In any and all instances where these Articles of Association or the bylaws fail to provide specific procedures or solutions to questions concerning procedure or order, then the procedures and/or order outlined in Roberts Rules of Order, Revised will be followed.

EIGHTH. SEE ATTACHMENT C:

In Testimony Whereof, We have hereunto set our hands and stated our residences this

15th

day of

July

A. D. 1983

NAME	RESIDENCE
Daniel Thompson	24 Emery Court Warwick R.I.
Raymond J. LeBorgne	17 Lorraine Ave. Cov. R.I.
John F. Ginegrulla	35 Pleasant St. Westerly R.I.
Mike Pizina	Bailey Pond Weymouth
Wm. Brown	22 Greenwood Wakefield R.I.
Walter Boudette	231 Riverhead N.B. Wood.
Steve Jones	19 Potter Hill Rd. Westerly R.I.

STATE OF RHODE ISLAND, }
COUNTY OF Washington }

In the City
Town

of North Kingstown

in said county this 15th day of July A. D. 1983, then

personally appeared before me/the above named people who desire to form the

~~Southern~~ New England Truck Pullers Association,

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

John J. B. Silviesi

Notary Public.

My commission expires 6/30/86.



2091

Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

187045 3508
71A685
897A16
8910

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

SEP 16 1983

19

jsa

* ATTACHMENT A:

FIFTH: Continued

ciation sponsored and/or sanctioned event depending upon the financial condition of the Association and the Association's pleasure at the time of the event. Associate members will not be able to participate in the discussion of Association business during a meeting. Associate members may not initiate or vote upon any motion unless designated to do so as previously described. An Associate member cannot serve as chairperson of any Association Committee but may serve as a member of a committee once the quota for full members is reached as designated in the Bylaws.

ATTACHMENT B: ~~SECRET~~ Continued

5. Co-sign all Association financial disbursement documents and checks;
 6. Act as the official Association representative and spokesperson in all matters related to the Association unless specifically outlined to the contrary herein;
 7. Cast his vote only to break an exact tie during regular Association business;
 8. Maintain decorum and order during all Association meetings and events or delegate such power at his discretion to the Sergeant-at-Arms;
 9. Follow the order of business designated in the bylaws for all Association meetings;
 10. Earnestly strive to be fair and honest to all Association members for the good of the Association.
- B. Vice President:
- The Vice President will be elected to office by the aforementioned election procedures. He or she will serve for one (1) year. In the event that the existing President has to terminate his or her office, or be terminated from office, the Vice President will immediately assume the duties of the office of President and serve as President for the balance of the term during which time he or she shall call a special meeting, announced to all members, for the purpose of electing a new Vice President to serve the balance of the term. The Vice President's duties will be to:
1. Assist the President in all Association matters and act as an advisor for the President;
 2. Act in place of the President as presiding officer at Association business meetings or events in the event that the President becomes temporarily incapacitated or absent due to unforeseen or extenuating circumstances;
 3. Function as parliamentarian following the Association's Articles of Association, bylaws, or Roberts Rules of Order, Revised when no other rule exists during business meetings;
 4. Serve as Publicity Chairperson when no specific Publicity Chairperson has been appointed by the President.
- C. Secretary:
- The secretary will be elected to office by the aforementioned election procedures. He or she shall serve for one (1) year. In the event that the existing Secretary has to terminate office, or be terminated from office, the presiding officer may appoint a temporary Secretary and must call a special meeting, as soon as possible, for the purpose of electing a new Secretary for the balance of the term. The Secretary's duties will be to:
1. Record the minutes of all Association meetings described by the bylaws;
 2. Keep custody of Association records except as are specifically assigned to others;
 3. Provide all records for inspection by any full member at reasonable times and when a committee Chairperson and/or officer needs any records for the proper performance of their duties;
 4. Maintain a roll of full members, associate members, and family members and to call the roll when required;
 5. Notify all members, full and associate, as to date, time, and place of meetings;
 6. Keep in one book the Official Articles of Association and bylaws; leaving every other page blank; and whenever an amendment is made to any of them, in addition to being recorded in the minutes it should be immediately entered on the page

ATTACHMENT B: Continued

opposite to the article amended with reference to the page and date of the minutes where it is recorded;

7. Read the minutes of the previous meeting at each meeting when called by the President.

D. Treasurer:

The Treasurer will be elected to office by the aforementioned election procedures. He or she shall serve for one (1) year. In the event that the existing Treasurer has to terminate office or be terminated from office, the Secretary will immediately assume the duties of Treasurer with full authority and serve also as Treasurer for not more than sixty (60) days during which time the presiding officer must call a special meeting for the purpose of electing a new Treasurer for the balance of the term. The Treasurer's duties will be to:

1. Act as the Association's financial custodian;
2. Collect membership dues and maintain a record of all full and associate members showing who has paid their dues and who has not;
3. Maintain an association checking and savings account, in one commercial bank or credit union, make deposits of all Association monies into these accounts and draw checks from these accounts when co-signed by the President and authorized by the Association and/or bylaws, to pay legitimate Association debts, and/or carry out legitimate Association business;
4. Maintain records of all financial transactions of the Association and to provide all records for inspection by any full and/or associate member, at reasonable times and to any elected officer especially the trustees. To report on the financial status of the Association at each meeting in the format outlined in the bylaws;
5. Turn all financial records, monies, and authority over to the new Treasurer when the term of office expires, terminates, and/or is terminated;
6. Cooperate fully with the auditing committee and/or trustees of the Association providing any records or data they require to approve Treasurer's reports during each meeting, complete audits, and whenever necessary.

E. Executive Board:

The Executive Board will consist of the President, Vice President, Secretary, Treasurer, Trustees, Sergeant-at-Arms, and two other full members elected by the aforementioned election procedures. The Executive Board will be chaired by the President and shall have the power to conduct any Association business that cannot be delayed until a regular membership full meeting. The Executive Board may also discuss any Association business and make recommendations to the entire membership at the next regular meeting. All business which is transacted, all recommendations, and all discussions, which take place at Executive Board meetings will be reported to the entire membership at the next regular meeting by the President during the President's report as outlined in the bylaws.

F. Trustees:

The Board of Trustees will consist of three full members elected by the aforementioned election procedures. The Board of Trustees shall screen all financial transactions including bills, debts, requests for donations, and expenditures, of the Association and make recommendations to the Association as to appropriate action(s) in all financial matters.

G. Sergeant-at-Arms:

The Sergeant-at-Arms will be a full member elected by the afore-

ATTACHMENT B: Continued

mentioned election procedures. He or she will have the responsibility of maintaining order at all Association meetings and activities when called upon by the President. The Sergeant-at-Arms may attend Executive Board meetings.

ATTACHMENT C:

EIGHTH. Any full member may submit motions to amend any part of these Articles of Association by presenting the amendment, in the form of a resolution, verbally to the members at any regular meeting during the "New Business" section of the meeting and also in written form signed by all presenting members, to the Secretary at that same meeting. The amendment, in resolution form, will be discussed and voted upon at the next regular meeting during the "Old Business" section of the meeting. Any and all amendments to these Articles of Association must be approved by a two-thirds (2/3) majority of all regular members or properly designated associate members (as described in the FIFTH Article, Section A) present at the time which the vote is taken.

Larry Bryson Fox Run Ave Hope Valley RI 02832
 Dale H. Langlais Riley Lane Hope, R.I. 02831
 Bruce Langlais Hope Valley R.I. 02832
 Paul Langlais Riley Lane Hope RI 02831
 Dave Bannister Link Lane W. Kingston R.I. 02892
 Michael Langlais 108 No. Rd. Hope RI 02831
 Kathleen Langlais Riley Lane Hope RI 02831
 Rebecca Dickinson Shady Valley Rd Coventry 02816
 Robert & Katherine Wendell St Coventry RI 02816
 Cherie Lee Post Rd WARWICK RI 02888
 Marilyn Langlais 108 North Rd., Hope, RI 02831
 Mike Kotica
 Kevin Foster Barley Pond Rd. Val. Conn.
 David Titus S School Coventry RI - 02816
 John Howard Old M.T. Rd Weymouth RI 02898
 Phyllis Silvia 3904 S County Trail W. Kingston, R.I. 02892
 Edward & Kenneth Moody Hill Rd Hope Valley, R.I. 02832
 Elizabeth L Ireland 177 Woodward St Fall River Mass
 Dana Ireland 177 Woodward St Fall River Mass
 Paul Hunt W. Tis Cove Bruce Pk. RI
 Jim Richmond 30 South Park Ave Rhode 02879
 Dennis Perkins Shady Vly Rd W. Kingston RI 02879
 Stephen Johnson RR 11 Tower Hill Rd Wakefield RI 02879

