

MOKU O HAWAII OUTRIGGER CANOE RACING ASSOCIATION BY-LAWS
2016

ARTICLE I

Name

This organization shall be known as the Moku O Hawai'i Outrigger Canoe Racing Association and shall be recognized as a non-profit organization.

ARTICLE II

Purpose

Section 1 The object of this Association shall be to encourage, maintain and perpetuate authentic Hawaiian canoe racing, and to foster the preservation of Hawaiian koa canoes and its components of Hawaiian woods in the State of Hawaii, and participate nationally and/or internationally whenever possible.

Section 2. This Association shall promote and encourage community participation in canoe racing activities.

Section 3. This Association is organized exclusively for educational purposes within the meaning of Sec. 501 (C) (3) of the Internal Revenue Code.

ARTICLE III

Membership

Section 1. New clubs applying for membership in this Association shall have a minimum of sixty (60) paddling members, shall be considered by MOH for membership only if the formation of a new club does not weaken any existing club in the specified geographical areas and does not exceed 10 paddlers or 5% from any one club.

Section 2. No club shall be eligible for membership unless it has at its disposal racing equipment which conforms to the specifications set forth in the Racing Rules of the Association.

Section 3. No club shall be eligible for membership unless it has been in existence for at least two (2) months prior to application for membership, and unless it is a legal entity, registered with the Department of Commerce and Consumer Affairs, State of Hawaii.

Section 4. All member clubs of Moku O Hawai'i Outrigger Canoe Racing Association will be mandated to race in koa canoes in all regattas sanctioned, approved, sponsored by the Moku O Hawai'i Outrigger Canoe Racing Association. Use of fiber-glass/non koa open class canoes in long distance races shall be at the discretion of the sponsors and shall also be subject to Moku O Hawai'i Outrigger Canoe Racing Association certification.

Section 5. All applications for membership in the Association

- a. shall be typewritten;
- b. shall be addressed to the secretary and Race Secretary.
- c. shall include the name and address of the applying club;
- d. shall include the names and addresses of the club's officers and directors;
- e. shall include a copy of the applying club's By-Laws;
- f. shall not have more than a total of ten (10) paddlers legally transferred from current member clubs for the new racing season, i.e. 2011 etc.;

- g. shall be referred to the Membership Committee, Race Director, Race Secretary and Treasurer who shall determine the applicant's qualifications and submit their findings to the Board of Directors for its consideration and final action; and
- h. shall be accompanied by a payment for the current Moku O Hawai'i Outrigger Canoe Racing initiation fees and current annual dues.

Section 6. The annual dues shall be fifty dollars (\$50) for each member club. The dues shall be used as operating expenses for Moku O Hawai'i Outrigger Canoe Racing Association. All dues are payable to the Treasurer at the beginning of the calendar year. Dues for new members shall become payable upon admittance.

Section 7. The initiation fee for clubs applying for membership shall be One hundred dollars (\$100) and are due and payable when the request for membership is received.

Section 8. Clubs applying for membership shall submit their application two (2) months preceding the annual meeting. The application must comply with ARTICLE III. Final voting on acceptance shall be done at the annual meeting after the application has been reviewed by the Membership Committee.

Section 9. Inactive membership:

Clubs in this category do not have to participate in the events of the Moku O Hawai'i Outrigger Canoe Racing Association. They will, however, have to pay inactive dues of \$25.00. They may attend MOH meetings and events, but may not vote.

Section 10. Any club holding inactive membership that seeks to change to active membership must pay any and all unpaid assessments, unpaid fines or unpaid dues before again becoming an active member.

Section 11. No club may operate a satellite or auxiliary unit in another geographical area without prior approval from the Moku O Hawai'i Board of Directors. Refer to MOH Race Rules Article IV, E. Transfers, 1b for geographical areas, and the resolution adopted at the Moku O Hawaii meeting, May 19, 2006. A satellite unit will be defined as more than six (6) paddlers, registered as members of a club not in that geographical area, participating in organized on the water outrigger canoe workouts. Paddlers working, going to school, etc, in another geographical area may request approval to form a satellite unit from the Moku O Hawaii membership committee. Requests for a satellite/auxiliary unit must be typewritten and will be referred to the MOH Board of Directors for action after review by the membership committee.

ARTICLE IV

Management

Section 1. The powers of management of this Association shall be vested in the Board of Directors, which shall transact the business of the Association at all meetings thereof.

Section 2. The Board of Directors shall be comprised of one (1) Director from each of the member clubs and the officers of the Association.

Section 3. Members of the Board of Directors shall hold office until their successors are duly elected and accepted by this Association.

Section 4.

- a. At the beginning of every calendar year, each member club shall submit to the Secretary of this association in writing, their selection of one director and two alternates to serve on the Board of Directors with the authority to participate and vote on all matters before the Board, said letter to be signed by either the President or Secretary of said club. Clubs with no authorized change of representation shall

not be entitled to vote and shall also be subject to a fifty dollar (\$50) fine for non-representation at a duly called meeting.

- b. No Director or alternate representing one club may serve as a director or alternate of another club.

Section 5. Each director shall at all times and on all questions be entitled only one (1) vote, providing that said persons are present. No officer of the Association, except for H.C.R.A. delegates, shall be entitled to vote as a director of a member club.

Section 6. The Board of Directors shall be empowered by a majority to remove from office any member who be neglect of duty or conduct tending to impair his usefulness as a member of the Board shall be deemed to have forfeited his position, providing that no member shall be removed unless there has been given him at least one (1) weeks notice that charges have been referred against him/her.

Section 7. The Board of Directors shall have the right to establish from time to time such other fees, assessments, and penalties as may be deemed necessary.

Section 8. The Board of Directors and officers will uphold the MOH Bylaws and Race Rules at all times and to the best of their ability as representative of this association.

ARTICLE V

Duties of Officers

Section 1. The Board of Directors shall elect a President, a Vice-President, a Secretary, a Treasurer, and the two H.C.R.A. members. Election of officers shall be held during the annual meeting.

Section 2. The terms of office shall be from January 1 to December 31 of each year, or until replaced.

Section 3. In case of a vacancy in office, nominations for the replacement shall be made from the floor and voting shall take place at a duly called Board of Directors meeting.

Section 4. An Executive Secretary and a Race Director shall be appointed by the president and confirmed by the Board of Directors. These positions may be filled by members or non-members of participating clubs, and shall continue throughout the racing season from Jan. 1 to Dec. 31, and from the first regatta to the last long distance race.

The appointment shall be made at the annual meeting of the Association or as soon as possible.

ARTICLE VI

Duties of Board of Directors

Section 1. The President shall preside at all meetings and shall insure that the will of the membership is faithfully executed. He/she shall call all meetings and appoint all committees, subject to the approval of the Board of Directors; shall sign all official documents of the Association and shall countersign all checks for the payment of bills upon approval of the Board; shall plan for the betterment of the Association and shall be the official representative of the Association. He/she shall also serve as an ex-officio member of all standing committees and special committees with no vote. He/she shall appoint an independent auditor to check the books prior to the annual meeting. He/She shall immediately appoint a Sergeant At Arms.

Section 2. The Vice President shall assist the President in all his/her duties and shall perform the duties of the President in the absence of that officer including the countersigning of checks. He/she shall coordinate all standing committees and special committees and report to

the President and the Board of Directors. He/she shall serve as an ex-officio member of all standing committees and special committees with no vote.

Section 3. The Treasurer shall receive and have custody of all Association funds, keep them in a bank approved by the Board of Directors, and shall then disburse such funds as authorized by the Board by check countersigned by the President or Vice President. He/she shall keep an accurate account of the finances of the Association and shall render a written report at each regular meeting and at each annual meeting or whenever instructed to do so by the President. He/she may appoint an assistant to act on his/her behalf in the collection of money. The Treasurer shall be the chairperson of the Finance Committee.

Section 4. The Secretary shall keep an accurate and complete record of the Association which shall include the minutes of all meetings, the By-Laws, reports of officers, and of committees; shall conduct the correspondence of the Association, and shall give notice of all meetings. The Secretary shall perform such other duties as may be required by the Board of Directors.

Section 5. The Executive Secretary shall serve as the Head Recorder at all races, shall accept rosters, cards, releases, and transfers, and shall be in charge of all forms needed for the operation of Regattas and Long Distance Races. (Shall provide all clubs with the final results of each race at the next lane drawing.)

Section 6. The Race Director shall serve as the Chairman of the Race Committee and the Certification Committee and perform such other duties as may be required by the President. The Race Director shall also provide an inventory of MOH assets pertaining to his position, at the annual meeting, and budget approval for replacements or additions, be cleared through the Finance Committee, prior to the first meeting of the calendar year.

Section 7. The two (2) HCRA BOARD members shall represent one (1) from East and one (1) from West Hawaii. The HCRA Directors shall represent Moku O Hawai'i.

ARTICLE VII

Meetings

Section 1. The Annual Meeting of the Association shall be held during the first weekend of November or as soon after as possible.

Section 2. Regular meetings of the Board of Directors shall be held at least monthly at the call of the President. Special meetings shall be called by the President or upon request of any combination of three (3) directors. At least four (4) day's notice must be given stating the purpose of each special meeting, and only the business stated in the call of the meeting may be conducted. Where this body deems it advisable under whatever circumstances that may arise, this body may determine to hold a MOH Board of Directors meeting through teleconference.

Section 3. Notices of the annual meeting shall be mailed sufficiently in advance of the date set for such meeting to reach all member clubs three (3) weeks prior to the date of the meeting.

Section 4. A quorum shall be a majority of the Directors.

Section 5. Any member club failing to have an authorized Director or alternate at a duly called or scheduled meeting shall be subject to a fine of fifty dollars \$50 per meeting, which fine shall be paid prior to the next meeting.

ARTICLE VIII

Committees and Special Appointments

Section 1. There shall be the following Standing Committees:

- a. Race
- b. Certification
- c. Membership
- d. Discipline
- e. Awards
- f. Publicity
- g. Finance

Section 2. Special Committees may be appointed by the President and their term of service may be limited to the time required to execute their mission.

Section 3. Each Standing Committee shall be composed of at least three (3) members and not more than two committees shall be comprised of one (1) member from each club.

- a. Race Committee member shall be the MOH board member who represents each respective club at the MOH board meeting. Shall consist of each clubs primary MOH board of directors' delegate who attends the majority of all MOH board meetings, and the coaches and officials clinic. No club shall have more than one (1) member on this committee. This committee shall preside at all races and/or regattas held under the sanction of this association and shall insure compliance with the racing rules.
- b. Certification Committee shall be composed of qualified individuals selected by the Board of Directors. They shall be responsible for certifying canoes in the possession of Moku O Hawai'i Outrigger Canoe clubs according to the specifications set forth by the Race Rules of the Association and the "Hawaiian Canoe Racing Association."
- c. The Membership Committee's duties are to fully investigate and determine the qualifications of the club applying for membership into the Association and report its findings to the Board of Directors.
- d. The Discipline Committee shall investigate all acts by individuals, groups, and/or clubs that are in violation of any of these By-Laws or Rules of Conduct and shall report their findings to the Board of Directors as soon as possible after the violation with a recommended course of action. If a rule infraction is caused by one of the member clubs, the club representative to the committee shall refrain from voting but shall aid in the investigation of the incident. If necessary, a meeting of the Discipline Committee shall be held at the racing site with the majority members present. A majority shall consist of better than half. In the event that not enough discipline committee members are present, the Race Director, President and Executive Secretary will constitute this committee.
- e. Awards Committee shall obtain costs and dates of delivery for all awards involving the Association's Regatta Championship. No member of this committee shall act in any capacity so as to obligate this Association in any way unless prior approval or authority has been granted by a majority vote of the Board. This committee will also assist in the delivery and distribution of the awards as deemed necessary by the Board.
- f. Publicity Committee shall be responsible for information regarding racing events and activities of this Association. This information shall be supplied to newspapers, radio and/or television stations in a factual manner, and shall be accurate in all details. Clubs may submit information to the publicity chairman no less than two weeks prior to the event.
- g. The Finance Committee shall prepare a budget of estimated income and expenditures for submission to the Board of Directors and shall submit such other recommendations of Association finances as may be require by the Board or as the committee may deem important. No expenses may be incurred by any other committee or individual without

prior approval of the Finance Committee. It shall be its duty to investigate and determine fund raising projects. It shall submit all records and recommendations to the Board for final approval.

h. The Nominating Committee shall be appointed by the presiding officer at least two (2) months prior to the annual meeting.

ARTICLE IX

Order of Business

Section 1. The order of business shall be:

- a. Roll Call
- b. Reading of minutes
- c. Treasurer's report
- d. Communications
- e. Committee reports
- f. Unfinished business
- g. New business
- h. Adjournment

ARTICLE X

Revisions and Amendments

Section 1. These By-Laws may be revised or amended by a majority vote of the member clubs present at the annual meeting provided that written notice of said revisions and amendments shall have been given to all member clubs and presented to a regular or special meeting of the Board of Directors, but such revisions or amendments shall have no effect until approved by the member clubs present during the annual meeting. The Board of Directors at a regular or special meeting shall have no power to rescind, alter or reverse the decisions of the annual meeting on all matters relating to the By-Laws of the Association.

ARTICLE XI

Liability of Officers, Directors and Agents

Section 1. EXCULPATION

A. No Officer, Director or Agent of the Association shall be liable for acts, defaults or neglects of any other officer, director or agent, or for any loss sustained by the Association, unless the same has resulted from his or her own willful misconduct, willful neglect, or negligence.

Section 2. INDEMNIFICATION

A. Every Officer, Director or agent shall be indemnified by the Association against all reasonable costs, expenses and liabilities, including counsel fees actually and necessarily incurred by or imposed upon him or her in connection with or resulting from any claim, action, suit, proceeding, investigation, or inquiry of whatever nature in which he or she may be involved as a party or otherwise be reason of his or her being or having been an officer, director or agent of the Association, whether or not he or she continues to be such Director or Officer of the Association at the time of the incurring or imposition of such cost, expense or liabilities, except in relation to matters as to which he or she shall be finally adjudged in such action, suit,

proceeding, investigation or inquiry to be liable for willful misconduct or willful negligence toward the Association in the performance of his or her duties as such Director or Officer. In the absence of such final Adjudication of the existence of such liability, the Board of Directors and each Director and Officer may conclusively rely upon an opinion of legal counsel selected by or in the manner designated by the Board of Directors. The foregoing right to indemnification shall be in addition to and not in limitation of all other rights to which such person may be entitled as a matter of law and shall inure to the benefit of the legal representative of such person.

B. All canoe clubs on behalf of their registered paddlers, under the auspices of Moku O Hawaii Outrigger Canoe Racing Association, shall pay insurance at the 1st Board of Director's meeting of the calendar year.

ARTICLE XII

Race and Racing Rules

Section 1. The Board of Directors shall adopt the Racing Rules of the Association.

Section 2. Amendments to the Racing Rules may be made only at the Annual Meeting providing it receives a majority vote of the member clubs. Notification of proposed amendments must be distributed at least seven (7) days prior to the meeting. No rule shall be accepted exempting the Koa canoe from any race or regatta.

Section 3. The Board shall decide upon the dates, sites, and conditions of all races and regattas sanctioned or sponsored by the Association; a race being a single competitive event, a regatta being a series of competitive events. Clubs shall present their intent to sponsor a race/regatta in writing to the Moku O Hawai'i Executive Secretary prior to the annual meeting when possible. Definite commitment shall be made no later than January 31st of the racing year. All MOH club sponsored canoe races are sanctioned and under the auspices of Moku O Hawai'i Outrigger Canoe Racing Association (MOHCRA).

Section 3a. All member clubs of Moku O Hawai'i Outrigger Canoe Racing Association will be mandated to sponsor a race, regatta/long distance. Failure to sponsor a race shall result in a \$1500 fine.

Section 4. Clubs submitting requests for races/regattas will be mandated to perform or be penalized \$1500 per cancellation. This fine shall be paid prior to the next sanctioned race date or no later than one week after the last race, whichever comes first.

Section 5. Clubs shall participate in all of the approved races unless circumstances warrant their withdrawal. Notification of non-participation shall be submitted to the Race director no later than one week prior to the scheduled race/regatta. Noncompliance will mean a one hundred dollar (\$100) fine for the offending club. The \$100 fine will be given to the club that sponsors the event. This rule does not apply to new (first year) clubs.

Section 6. Clubs shall make a request one at a time for inactive status for one racing season only. This request shall be in writing to the Board of Directors of MOH who shall have the right to approve or disapprove the request. The only reason the request shall be approved is for hardship, i.e. financial reasons. Clubs receiving inactive status from the MOH Board shall not have a vote in MOH Board decisions during their inactive season. Inactive clubs who have paid their HCRA & MOH dues for that season, and who have a representative at every MOH Board of Directors meeting, shall have a vote.

Section 7. The Racing Rules shall govern all races and regattas sanctioned or sponsored by this Association. In certain long distance races, where there is participation from canoe clubs from other islands, as well as the mainland and foreign countries, the MOH club sponsoring such an

event, may, if it chooses, run the event themselves, and not have it under the direction of MOH officials.

Section 8. The Queen Liliuokalani Long Distance Canoe Race, sponsored by Kai Opua Canoe Club, being of international stature will be exempt from MOH Long Distance Race Rules with the exception of paragraph 3. Section A. Article XI of these rules and operate under HCRA Race Rules. Kai Opua will appoint its' own Race Director for this event.

ARTICLE XIII

Conduct and Discipline

Section 1. Rules of Conduct shall be drawn and approved by the Board of Directors and are a part of the Association's By-Laws.

Section 2. Upon it being proven to the satisfaction of the Board that any member of a club belonging to the Association has accepted or offered money or other emolument for the purpose of corruptly influencing the result of a race, such person shall be forever barred from taking part in races or regattas that are sponsored by this Association.

Section 3. Any alleged violation of the By-Laws, the Rules of Conduct, or the Race Rules of this Association shall render a club or individual subject to disciplinary action at the discretion of the Board of Directors. In such cases, the club or individual involved shall be given at least one (1) week's written notice of the pending charge if that club did not have a representative at the meeting where the action was decided. A meeting of the disciplinary committee shall be held at the racing site with the majority of the members present. A majority will consist of more than ½ of the committee members.

Section 4. Any assessment authorized by the Board and levied against any member club shall be paid prior to the next sanctioned race/regatta. Any member club failing to make said assessment payment as herein prescribed shall be suspended from further participation in the affairs of the Association until said assessment has been fully paid.

Section 5. Any club so suspended may, upon full payment of all unpaid assessments, be reinstated. Any club failing to make full payment of assessments within 60 days shall forfeit membership in this Association.

Section 6. Claims of any violation of rules or conflicts between member clubs shall be referred to the Board of Directors of Moku O Hawaii Canoe Racing Association.

Section 7. Failure to comply with rules of conduct and discipline shall result in suspension or possible expulsion of clubs.

ARTICLE XIV

Parliamentary Procedure

Section 1. Parliamentary procedure shall be in accordance with "Roberts Rules of Order" when not prescribed by these By-Laws.

CODE OF ETHICS

Canoe Clubs have the responsibility to promote good sportsmanship among their paddlers, coaches, and members as part of their program. Good sportsmanship includes observance of the race rules as well as of the laws of the County, State, and Nation.

Violations of good sportsmanship include situations such as when a canoe is deliberately rammed; when a disqualified crew deliberately interferes with an event or race; when a paddler assaults another person or uses abusive language in connection with an event, regatta, or race; or when a law is knowingly violated in connection with a race or regatta.

Penalties for violations of the Code of Ethics may be imposed during a race by the Race Committee or at any time by the Disciplinary Committee. Penalties are always subject to approval by the Board of Directors; but pending such approval, any suspension of a paddler or disqualification of a crew shall stand. Penalties shall be a fine against the offending club, a suspension of the offending paddler, a disqualification of a crew, or any combination. Fines may be paid under protest. Fines must be paid by the canoe club and until paid (or a promissory note in lieu of amount accepted by the Disciplinary Committee) the club may not enter any further event of a regatta on a race day nor any future regatta or race.

**Moku O Hawai`i Outrigger Canoe Racing Association
May 19, 2006**

RESOLUTION

WHEREAS, for some years prior to 2003, without the approval or consent of Moku O Hawai`i, a satellite unit of a member canoe club was established which practiced, recruited paddling members and otherwise operated at a geographical location distinct and distant from the halau of its parent club, resulting in certain negative consequences which caused Moku O Hawai`i Outrigger Canoe Racing Association and its member canoe clubs to adopt a policy prohibiting the creation and operation of satellite units of existing clubs, and

WHEREAS, it appears that similar efforts may now be underway to create one or more new such satellite club units, and,

WHEREAS, Moku O Hawai`i has found, and now finds, that such a satellite unit or units weaken existing clubs in the satellite area, create unnecessarily crowded conditions for canoes in the limited areas available for club use, tend to fractionalize club members and to create cliques within existing clubs, provide the basis for a regional club to the detriment of long-standing canoe culture and are contrary to the historic and cultural tradition of community-based and supported Hawai`i canoe clubs,

NOW, THEREFORE, BE IT RESOLVED that Moku O Hawai`i reaffirms its existing policy prohibiting the creation and operation of satellite club units without the consent of the Moku O Hawai`i Board of directors, and, further,

BE IT FURTHER RESOLVED, that the geographical location of each member club of Moku O Hawai`i Outrigger Canoe Racing Association shall be as each club has set out as its address in its application for membership in this Association. Each club shall maintain its canoe practice site within such geographical location and shall and conduct and otherwise operate all of its ordinary and regular canoe club practices within such geographical area. Should at any time a club require and wish to use an alternate, or auxiliary, practice site, a typewritten request for that practice site shall be presented to Moku O Hawai`i, setting out the reasons therefore. The Treasurer, Executive Secretary and Race Director of Moku O Hawai`i shall review such request and shall promptly present the results of such review to the Moku O Hawai`i Board of Directors for its decision. Appropriate reasons for such a request may be based upon, but not necessarily limited to paddler employment, school and damage to structure or other property. No member club of Moku O Hawai`i shall operate, authorize, consent to, or otherwise maintain any practice site outside of its geographical area in the absence of express written consent of the Moku O Hawai`i Board of Directors, and,

FINALLY, BE IT FURTHER RESOLVED, that any violation of or non-compliance with this policy shall result in a fine, the amount of which to be determined by the Board of Directors of Moku O Hawai`i. Any repeat non-compliance may result in suspension from membership in Moku O Hawai`i Outrigger Canoe Racing Association.

Adopted 2003