

Application Submittal Checklist

The following items are required for submittal of the grant application. Please verify and check off that the items have been included in the application packet.

- 1) Hawaii Compliance Express Certificate (If the Applicant is an Organization)
- 2) Declaration Statement
- 3) Verify that grant shall be used for a public purpose
- 4) Background and Summary
- 5) Service Summary and Outcomes
- 6) Budget
 - a) Budget request by source of funds ([Link](#))
 - b) Personnel salaries and wages ([Link](#))
 - c) Equipment and motor vehicles ([Link](#))
 - d) Capital project details ([Link](#))
 - e) Government contracts, grants, and grants in aid ([Link](#))
- 7) Experience and Capability
- 8) Personnel: Project Organization and Staffing


AUTHORIZED SIGNATURE

Robert M. George, President
PRINT NAME AND TITLE

1/17/24
DATE

THE THIRTIETH LEGISLATURE
APPLICATION FOR GRANTS
CHAPTER 42F, HAWAII REVISED STATUTES

Type of Grant Request:

Operating Capital

Legal Name of Requesting Organization or Individual: Dba:

Hawaii Motorsports Foundation

Amount of State Funds Requested: \$ 300,000

Brief Description of Request (Please attach word document to back of page if extra space is needed):

The Hawaii Motorsports Foundation is applying for a Grant-In-Aid ("GIA") for site identification, planning and design costs for the development of a raceway park on Oahu which will provide the motorsports community with a safe and secure facility that has been lacking since the closure of Hawaii Raceway Park in 2006.

Amount of Other Funds Available:

State: \$ 0
Federal: \$ 0
County: \$ 0
Private/Other: \$ 0

Total amount of State Grants Received in the Past 5 Fiscal Years:

\$ 0

Unrestricted Assets:

\$ 0

New Service (Presently Does Not Exist): Existing Service (Presently in Operation):

Type of Business Entity:

- 501(C)(3) Non Profit Corporation
 Other Non Profit
 Other

Mailing Address:

98-025 Hekaha Street, Suite 22

City: State: Zip:

Aiea HI 96701

Contact Person for Matters Involving this Application

Name:
Robert M. George

Title:
President

Email:
bobbygeorgesr@gmail.com

Phone:
(808) 542-0170

Federal Tax ID#:

State Tax ID#

[REDACTED]

[REDACTED]

Robert M. George Robert M. George, President
Authorized Signature Name and Title

1/17/04
Date Signed

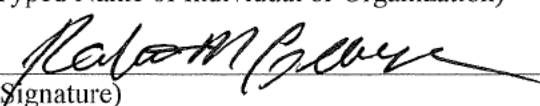
**DECLARATION STATEMENT OF
APPLICANTS FOR GRANTS PURSUANT TO
CHAPTER 42F, HAWAII REVISED STATUTES**

The undersigned authorized representative of the applicant certifies the following:

- 1) The applicant meets and will comply with all of the following standards for the award of grants pursuant to Section 42F-103, Hawaii Revised Statutes:
 - a) Is licensed or accredited, in accordance with federal, state, or county statutes, rules, or ordinances, to conduct the activities or provide the services for which a grant is awarded;
 - b) Complies with all applicable federal and state laws prohibiting discrimination against any person on the basis of race, color, national origin, religion, creed, sex, age, sexual orientation, or disability;
 - c) Agrees not to use state funds for entertainment or lobbying activities; and
 - d) Allows the state agency to which funds for the grant were appropriated for expenditure, legislative committees and their staff, and the auditor full access to their records, reports, files, and other related documents and information for purposes of monitoring, measuring the effectiveness, and ensuring the proper expenditure of the grant.
- 2) If the applicant is an organization, the applicant meets the following requirements pursuant to Section 42F-103, Hawaii Revised Statutes:
 - a) Is incorporated under the laws of the State; and
 - b) Has bylaws or policies that describe the manner in which the activities or services for which a grant is awarded shall be conducted or provided; and
- 3) If the applicant is a non-profit organization, it meets the following requirements pursuant to Section 42F-103, Hawaii Revised Statutes:
 - a) Is determined and designated to be a non-profit organization by the Internal Revenue Service; and
 - b) Has a governing board whose members have no material conflict of interest and serve without compensation.
- 4) The use of grant-in-aid funding complies with all provisions of the Constitution of the State of Hawaii (for example, pursuant to Article X, section 1, of the Constitution, the State cannot provide "... public funds ... for the support or benefit of any sectarian or nonsectarian private educational institution...").

Pursuant to Section 42F-103, Hawaii Revised Statutes, for grants used for the acquisition of land, when the organization discontinues the activities or services on the land acquired for which the grant was awarded and disposes of the land in fee simple or by lease, the organization shall negotiate with the expending agency for a lump sum or installment repayment to the State of the amount of the grant used for the acquisition of the land.

Further, the undersigned authorized representative certifies that this statement is true and correct to the best of the applicant's knowledge.

<u>Hawaii Motorsports Foundation</u> (Typed Name of Individual or Organization)	
<u></u> (Signature)	<u>1/17/24</u> (Date)
<u>Robert M. George</u> (Typed Name)	<u>President</u> (Title)

Hawaii Motorsports Foundation
98-025 Hekaha Street, Suite 22
Aiea, HI 96701

January 5, 2024

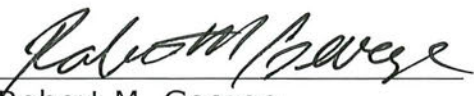
Subject: **Statement of Applicant for Grants Pursuant to Chapter 42F, Hawaii Revised Statutes**

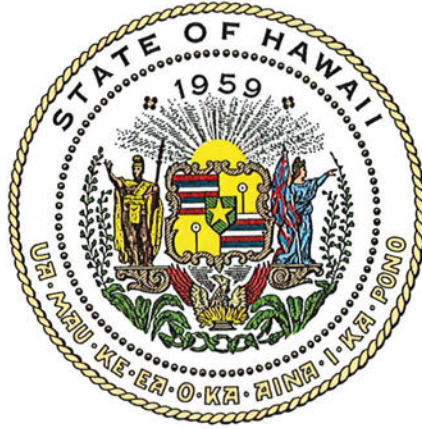
Please accept this statement attesting to and affirming Hawaii Motorsports Foundation's compliance with Chapter 42F, Hawaii Revised Statutes ("HRS") and specifically, that should it be awarded a Grant-in-Aid from the State of Hawaii, that these funds will be used for a public purpose as detailed in our grant application.

To further affirm our compliance, this letter shall also serve to attest to the following:

- (1) Hawaii Motorsports Foundation ("HMF") is organized as a non-profit corporation under the laws of the State of Hawaii (see attached Articles of Incorporation dated August 24, 2023);
- (2) HMF complies with all applicable federal and state laws prohibiting discrimination; and,
- (3) HMF agrees to not use state funds for entertainment or lobbying activities.

Should you have any questions concerning this Statement of Applicant for Grants Pursuant to Chapter 42F, Hawaii Revised Statutes, please feel free to contact me at (808) 542-0170 or at bobbygeorgesr@gmail.com .


Robert M. George
President
Hawaii Motorsports Foundation



Department of Commerce and Consumer Affairs

CERTIFICATE OF GOOD STANDING

I, the undersigned Director of Commerce and Consumer Affairs of the State of Hawaii, do hereby certify that

HAWAII MOTORSPORTS FOUNDATION

was incorporated under the laws of Hawaii on 08/24/2023 ; that it is an existing nonprofit corporation; and that, as far as the records of this Department reveal, has complied with all of the provisions of the Hawaii Nonprofit Corporations Act, regulating domestic nonprofit corporations.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Commerce and Consumer Affairs, at Honolulu, Hawaii.

Dated: January 17, 2024

Director of Commerce and Consumer Affairs



Application for Grants

If any item is not applicable to the request, the applicant should enter "not applicable".

I. Certification – Please attach immediately after cover page

1. Hawaii Compliance Express Certificate (If the Applicant is an Organization)

If the applicant is an organization, the applicant shall submit one (1) copy of a Hawaii Compliance Express Certificate from the Comptroller of the Department of Accounting and General Services that is dated no earlier than December 1, 2023.

2. Declaration Statement

The applicant shall submit a declaration statement affirming its compliance with [Section 42F-103, Hawaii Revised Statutes](#).

3. Public Purpose

The applicant shall specify whether the grant will be used for a public purpose pursuant to [Section 42F-102, Hawaii Revised Statutes](#).

II. Background and Summary

This section shall clearly and concisely summarize and highlight the contents of the request in such a way as to provide the State Legislature with a broad understanding of the request. Please include the following:

1. A brief description of the applicant's background;

Although the Hawaii Motorsports Foundation ("HMF") was only recently incorporated in as a Hawaii non-profit corporation in 2023¹, the genesis of its mission to establish a safe and secure raceway park on Oahu was initiated in September 2018 with the formation of BG Motorsports Inc. Since its inception in 2018, BG Motorsports Inc. has been diligently meeting with federal, state, local, and community officials in its efforts towards establishing a multipurpose raceway park/facility on Oahu which has been absent since the closure of Hawaii Raceway Park in 2006.

All three (3) of the Directors for HMF, Robert ("Bobby") M. George (who was the principal of BG Motorsports Inc.), George Williams and Ryan Pepple,

¹ Application for designation as a 501(c)(3) charitable tax-exempt non-profit corporation is pending with the Internal Revenue Service – U.S. Treasury Department.

have extensive experiences in the motorsports community and industry, locally and nationally.

Mr. George Williams, retired Major with the Honolulu Police Department, is a racing enthusiast, but more importantly, as a former law enforcement officer, sees the necessity for establishing a raceway park/facility on Oahu as an alternative to the illegal and dangerous street racing activities that are occurring on our public roads and highways.

Mr. Ryan Pepple comes from a family of three (3) generations of drag racers. He has attended, raced and volunteered at the former Hawaii Raceway Park since the early 70's until its closure in 2006. He continues to participate in organized motorsports events on the Neighbor Islands.

Mr. Bobby George has been a motorsports enthusiast his entire life. He first attended races at Hawaii Raceway Park in 1969 and participated in his first race in 1973 at the age of 14. In 1985, he relocated to California to pursue racing professionally with the California Racing Association ("CRA"), racing on race tracks throughout California, Arizona and the mid-west until 1990. Upon returning to Hawaii in 1990, he managed the quarter-mile oval dirt stock car track at Hawaii Raceway Park.

2. The goals and objectives related to the request;

HMF is applying for a Grant-In-Aid ("GIA") for site identification, planning and design costs for the development of a multipurpose raceway park on Oahu which will provide the motorsports community with a safe and secure facility that has been lacking since the closure of Hawaii Raceway Park in 2006.

HMF has identified a number of potential sites on Oahu that may serve as a raceway park and through the requested GIA, is seeking to develop conceptual, business and site plans to assess the viability of these sites from both a development and operational perspective.

3. The public purpose and need to be served;

Since the closing of Hawaii Raceway Park in 2006, there has been no venue for motorsports activities on Oahu. Consequently, motorsports enthusiasts have been forced to race illegally in open fields or on public streets at the risk of severe accidents and destruction of mountain trails.

The necessity of a multipurpose raceway park/facility is well documented in the attached letters of support from various public officials, community advocates and leaders (see attached).

4. Describe the target population to be served; and

The proposed multipurpose raceway park/facility would serve the motorsports community on Oahu and the State of Hawaii. In addition to the traditional car and motorcycle racing activities, the range of other motorsports activities at the multipurpose raceway park/facility would include go-karts, dirt bikes, off-road vehicles, and drag strip cars.

5. Describe the geographic coverage.

See prior response above.

III. Service Summary and Outcomes

The Service Summary shall include a detailed discussion of the applicant's approach to the request. The applicant shall clearly and concisely specify the results, outcomes, and measures of effectiveness from this request. The applicant shall:

1. Describe the scope of work, tasks and responsibilities;

HMF will seek and supervise professional consultants for site identification, planning and design activities for the development of a multipurpose raceway park on Oahu which will provide the motorsports community with a safe and secure facility that has been lacking since the closure of Hawaii Raceway Park in 2006.

2. Provide a projected annual timeline for accomplishing the results or outcomes of the service;

Months 1-6: Site Identification; Lease Negotiations
Months 7-18: Planning and Design
Months 19-30: Construction

3. Describe its quality assurance and evaluation plans for the request. Specify how the applicant plans to monitor, evaluate, and improve their results; and

All professional consultants will be closely supervised by HMF, specifically, by its President, Mr. Bobby George, who as detailed above and below, possess the necessary professional, development and business aptitudes to monitor and evaluate the work to be contracted through the GIA funds.

4. List the measure(s) of effectiveness that will be reported to the State agency through which grant funds are appropriated (the expending agency). The

measure(s) will provide a standard and objective way for the State to assess the program's achievement or accomplishment. Please note that if the level of appropriation differs from the amount included in this application that the measure(s) of effectiveness will need to be updated and transmitted to the expending agency.

Upon contract award and receipt of the Notice to Proceed, HMF will provide quarterly progress and financial reports to the respective Officer-In-Charge for the expending State agency.

IV. Financial

Budget

1. The applicant shall submit a budget utilizing the enclosed budget forms as applicable, to detail the cost of the request.
 - a. Budget request by source of funds ([Link](#))
 - b. Personnel salaries and wages ([Link](#))
 - c. Equipment and motor vehicles ([Link](#))
 - d. Capital project details ([Link](#))
 - e. Government contracts, grants, and grants in aid ([Link](#))

2. The applicant shall provide its anticipated quarterly funding requests for the fiscal year 2025. HMF seeks \$75,000 per quarter or a total of \$300,000 through this GIA request.

Quarter 1	Quarter 2	Quarter 3	Quarter 4	Total Grant

3. The applicant shall provide a listing of all other sources of funding that they are seeking for fiscal year 2025. None.

4. The applicant shall provide a listing of all state and federal tax credits it has been granted within the prior three years. Additionally, the applicant shall provide a listing of all state and federal tax credits they have applied for or anticipate applying for pertaining to any capital project, if applicable. Not Applicable.

5. The applicant shall provide a listing of all federal, state, and county government contracts, grants, and grants in aid it has been granted within the prior three years and will be receiving for fiscal year 2025 for program funding. Not Applicable.

6. The applicant shall provide the balance of its unrestricted current assets as of December 31, 2023. There are no unrestricted assets for HMF.

V. Experience and Capability

1. Necessary Skills and Experience

The applicant shall demonstrate that it has the necessary skills, abilities, knowledge of, and experience relating to the request. State your experience and appropriateness for providing the service proposed in this application. The applicant shall also provide a listing of verifiable experience of related projects or contracts for the most recent three years that are pertinent to the request.

See Section II., 1. as to the qualifications of each Director of HMF in the motorsports industry and community.

With respect to development and business management, Mr. Bobby George, HMF's President, also worked in various specialized trades fields and overseen jobs related to steel and metal fabrication such as warehouses and large commercial facilities. He is the owner DADS Auto Body & Paint (since 2011), and is a ASF certified mechanic in A/C repair, structural repair, welding, computerized measuring system (Cartronics), and ICAP Platinum.

Given his qualifications and experiences in motorsports, construction and business management, Mr. George is uniquely positioned to construct and manage a new multipurpose motorsports facility on Oahu.

2. Facilities

The applicant shall provide a description of its facilities and demonstrate its adequacy in relation to the request. If facilities are not presently available, describe plans to secure facilities.

Not applicable.

VI. Personnel: Project Organization and Staffing

1. Proposed Staffing, Staff Qualifications, Supervision and Training

The applicant shall describe the proposed staffing pattern and proposed service capacity appropriate for the viability of the request. The applicant shall provide the

qualifications and experience of personnel for the request and shall describe its ability to supervise, train and provide administrative direction relative to the request.

Presently, all HMF activities are initiated through its Directors as there are no staff or consultants. The qualifications for each Director are detailed in Section II., 1 above.

2. Organization Chart

The applicant shall illustrate the position of each staff and line of responsibility/supervision. If the request is part of a large, multi-purpose organization, include an organization chart that illustrates the placement of this request.

As noted above, all HMF activities are initiated through its Directors as there are no staff or consultants. As staff and consultants are engaged for this project, all will be under the direction and supervision of HMF's President and de facto CEO, Mr. Bobby George.

3. Compensation

The applicant shall provide an annual salary range paid by the applicant to the three highest paid officers, directors, or employees of the organization by position title, not employee name.

Presently, there are no compensated officers, directors or employees for HMF.

VII. Other

1. Litigation

The applicant shall disclose any pending litigation to which they are a party, including the disclosure of any outstanding judgement. If applicable, please explain.

None.

2. Licensure or Accreditation

The applicant shall specify any special qualifications, including but not limited to licensure or accreditation that the applicant possesses relevant to this request.

Not Applicable.

3. Private Educational Institutions

The applicant shall specify whether the grant will be used to support or benefit a sectarian or non-sectarian private educational institution. Please see Article X, Section 1, of the State Constitution for the relevance of this question.

Not Applicable.

4. Future Sustainability Plan

The applicant shall provide a plan for sustaining after fiscal year 2024-25 the activity funded by the grant if the grant of this application is:

- (a) Received by the applicant for fiscal year 2024-25, but
- (b) Not received by the applicant thereafter.

With the completion of site identification and conceptual plans, feasibility studies, and business plans, HMF will seek private financing for the development of the raceway park.

BUDGET REQUEST BY SOURCE OF FUNDS

Period: July 1, 2024 to June 30, 2025

Applicant: Hawaii Motorsports Foundation

BUDGET CATEGORIES	Total State Funds Requested (a)	Total Federal Funds Requested (b)	Total County Funds Requested (c)	Total Private/Other Funds Requested (d)
A. PERSONNEL COST				
1. Salaries				
2. Payroll Taxes & Assessments				
3. Fringe Benefits				
TOTAL PERSONNEL COST				
B. OTHER CURRENT EXPENSES				
1. Airfare, Inter-Island				
2. Insurance				
3. Lease/Rental of Equipment				
4. Lease/Rental of Space				
5. Staff Training				
6. Supplies				
7. Telecommunication				
8. Utilities				
9 Planning & Design Consultants	300,000			
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20 Admin Costs: Legal & Accounting				
TOTAL OTHER CURRENT EXPENSES	300,000			
C. EQUIPMENT PURCHASES				
D. MOTOR VEHICLE PURCHASES				
E. CAPITAL				
TOTAL (A+B+C+D+E)	300,000			
SOURCES OF FUNDING		Budget Prepared By:		
(a) Total State Funds Requested	300,000	Robert M. George	(808) 642-0170	
(b) Total Federal Funds Requested		Name (Please type or print)	Phone	
(c) Total County Funds Requested		<i>Robert M. George</i> 1/7/24		
(d) Total Private/Other Funds Requested		Signature of Authorized Official	Date	
TOTAL BUDGET	300,000	Robert M. George	President	
		Name and Title (Please type or print)		

BUDGET JUSTIFICATION - PERSONNEL SALARIES AND WAGES

Period: July 1, 2024 to June 30, 2025

Applicant: HAWAII MOTORSPORTS FOUNDATION

POSITION TITLE	FULL TIME EQUIVALENT	ANNUAL SALARY A	% OF TIME ALLOCATED TO GRANT REQUEST B	TOTAL STATE FUNDS REQUESTED (A x B)
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
				\$ -
TOTAL:				
JUSTIFICATION/COMMENTS:				

BUDGET JUSTIFICATION - EQUIPMENT AND MOTOR VEHICLES

Period: July 1, 2024 to June 30, 2025

Applicant: Hawaii Motorsports Foundation

DESCRIPTION EQUIPMENT	NO. OF ITEMS	COST PER ITEM	TOTAL COST	TOTAL BUDGETED
None			\$ -	
			\$ -	
			\$ -	
			\$ -	
			\$ -	
TOTAL:				
JUSTIFICATION/COMMENTS:				

DESCRIPTION OF MOTOR VEHICLE	NO. OF VEHICLES	COST PER VEHICLE	TOTAL COST	TOTAL BUDGETED
None			\$ -	
			\$ -	
			\$ -	
			\$ -	
			\$ -	
TOTAL:				
JUSTIFICATION/COMMENTS:				

GOVERNMENT CONTRACTS, GRANTS, AND / OR GRANTS IN AID

Applicant: Hawaii Motorsports Foundation

Contracts Total: -

	CONTRACT DESCRIPTION	EFFECTIVE DATES	AGENCY	GOVERNMENT ENTITY (U.S./State/Hawaii/ Honolulu/ Kauai/ Maui County)	CONTRACT VALUE
1	None				
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
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23					
24					
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26					
27					
28					
29					
30					

BUDGET JUSTIFICATION - CAPITAL PROJECT DETAILS

Period: July 1, 2024 to June 30, 2025

Applicant: Hawaii Motorsports Foundation

FUNDING AMOUNT REQUESTED NOT APPLICABLE						
TOTAL PROJECT COST	ALL SOURCES OF FUNDS RECEIVED IN PRIOR YEARS		STATE FUNDS REQUESTED	OTHER SOURCES OF FUNDS REQUESTED	FUNDING REQUIRED IN SUCCEEDING YEARS	
	FY: 2022-2023	FY: 2023-2024	FY:2024-2025	FY:2024-2025	FY:2025-2026	FY:2026-2027
PLANS						
LAND ACQUISITION						
DESIGN						
CONSTRUCTION						
EQUIPMENT						
TOTAL:						
JUSTIFICATION/COMMENTS:						

DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS

STATE OF HAWAII

In the Matter of the Incorporation)
)
 of)
)
 HAWAII MOTORSPORTS)
 FOUNDATION)
 _____)

HRS § 414D-32

ARTICLES OF INCORPORATION

-OF-

HAWAII MOTORSPORTS FOUNDATION

FILED 08/24/2023 04:07 PM
Business Registration Division
DEPT. OF COMMERCE AND
CONSUMER AFFAIRS
State of Hawaii



ERNEST Y. MARTIN 6509
Lee & Martin LLLP
Pacific Guardian Center, Mauka Tower
737 Bishop Street, Suite 1450
Honolulu, Hawaii 96813

Attorney for HAWAII MOTORSPORTS FOUNDATION

DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS

STATE OF HAWAII

In the Matter of the Incorporation)	
)	
of)	HRŠ § 414D-32
)	
HAWAII MOTORSPORTS)	
FOUNDATION)	
_____)	

08/30/2023 2:55:10 PM

ARTICLES OF INCORPORATION

-OF-

HAWAII MOTORSPORTS FOUNDATION

The undersigned, desiring to become incorporated as a nonprofit corporation in accordance with the laws of the State of Hawaii and to obtain the rights and benefits conferred by said laws upon nonprofit corporations, does hereby execute the following Articles of Incorporation.

I.
NAME

The name of the Corporation shall be HAWAII MOTORSPORTS FOUNDATION.

II.
MAILING ADDRESS

The mailing address of the Corporation shall be 98-025 Hekaha Street, Suite 22, Aiea, Hawaii 96701.

III.
INITIAL OFFICE; INITIAL REGISTERED AGENT

The name of the Corporation's initial registered agent in the State of Hawaii is Robert M. George. The street address of the Corporation's initial office and registered agent is 98-025 Hekaha Street, Suite 22, Aiea, Hawaii 96701.

IV.
INCORPORATOR

The name and address of the incorporator is:

<u>Name</u> Robert M. George	<u>Address</u> 98-025 Hickaha Street, Suite 22 Aiea, Hawaii 96701
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V.
PERIOD OF DURATION

The period of the Corporation's duration is perpetual.

VI.
PURPOSES AND POWERS

This Corporation shall be a nonprofit corporation within the meaning of Chapter 414D of the Hawaii Revised Statutes.

The Corporation is organized for the following specific purposes and powers:

- (a) To develop and manage a motorsports facility in the State of Hawaii and specifically, on the island of Oahu;
- (b) To provide training and events for the local, national and international motorsports communities;
- (c) To support other motorsports organizations, law enforcement and the military in curbing illegal street racing in the State of Hawaii and specifically, on the island of Oahu;
- (d) To have and exercise all of the powers conferred by law on nonprofit corporations;

provided, however, that the foregoing shall be strictly limited to charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws (the "Internal Revenue Service"). The Corporation is not organized for profit and it will not issue any stock. No part of its assets, income or earnings shall be distributed to any Director, Officer, employce or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its objects and purposes or for reimbursement of expenses incurred in behalf of the Corporation. No Director, Officer or employee of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the Corporation's assets on dissolution of the Corporation. No part of the activities of the Corporation shall include (i) carrying on propaganda, (ii) attempting in any manner to influence legislation, except that members of the Corporation's Board of Directors and *personnel of the Corporation may testify or make other appropriate communications where formally requested to do so by a legislative body or a committee or a member thereof in matters concerning legislation relating to the public purposes of the Corporation or public*

appropriations to programs and activities of the Corporation, or (iii) participating or intervening in (including the publication or distribution of statements), or contributing to, any political campaign on behalf of any candidate for public office.

Further, and without limiting the generality of the foregoing, if the Corporation is determined to be a private foundation, as that term is defined in Section 509 of the Internal Revenue Code,

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code (or any future corresponding provision).

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code (or any future corresponding provision).

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code (or any future corresponding provision).

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code (or any future corresponding provision).

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code (or any future corresponding provision).

Notwithstanding any other provision herein, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

VII. MEMBERS

The Corporation shall have no Members.

VIII. BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by the Board of Directors, which shall consist of not less than three (3) nor more than five (5) members. The members of the Board of Directors shall be elected or appointed at such times, in such manner and for such terms as may be prescribed by the Bylaws.

IX.
APPOINTMENT OF DIRECTORS AND OFFICERS

The number of Directors constituting the initial Board of Directors shall be three (3).

The following persons shall act as the initial Directors and Officers of the Corporation until their successors are duly elected or appointed as provided for in the Bylaws:

<u>Name:</u>	<u>Address:</u>
Robert M. George President, Secretary and Director	98-025 Hekaha Street, Suite 22 Aiea, Hawaii 96701
George Williams Vice President and Director	98-025 Hekaha Street, Suite 22 Aiea, Hawaii 96701
Ryan Pepple Treasurer and Director	P.O. Box 701521 Kapolei, Hawaii 96707

X.
DIRECTOR CONFLICT OF INTEREST

No contract or other transaction between the Corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable because of the relationship or interest or because the Director or Directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies the contract or transaction or because the vote of the interested Director or Directors are counted for that purpose, if:

- (a) The material facts of the transaction and the Director's relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of the interested Director or Directors; or
- (b) The contract or transaction is fair and reasonable to the Corporation at the time it is entered into.

XI.
INDEMNIFICATION OF
OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

(a) As used in this Article, unless the context otherwise requires:

"Agent" means any person who is or was a Director, Officer, employee or other agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, partner, trustee, employee or agent of another foreign or domestic business or nonprofit

corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, or was a director, officer, employee or agent of a foreign or domestic corporation which was a predecessor corporation of the Corporation or of another enterprise at the request of the predecessor corporation.

“Expenses” include, without limitation, attorney’s fees and any expenses of a completed action or proceeding, whether civil, criminal, administrative or investigative.

(b) The Corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any proceeding (other than an action by or in the right of the Corporation or where the person was found liable on the basis of his improper receipt of a personal benefit) by reason of the fact that the person is or was an agent of the Corporation against expenses (including reasonable attorneys’ fees), judgments, fines, settlements and other amounts actually and reasonably incurred in connection with such proceeding if the person acted in good faith and in a manner the person reasonably believed to (1) be in or not opposed to the best interests of the Corporation if the person was acting in an official capacity; or (2) in all other cases, at a minimum, did not oppose Corporation’s best interests; and, with respect to any criminal proceeding, had no reasonable cause to believe the conduct of the person was unlawful. A director’s conduct with respect to an employee benefit plan for a purpose the director reasonably believed to be in the best interests of the participants in and beneficiaries of the plan is conduct that satisfies the requirements of subparagraph (2) hereof. The termination of any proceeding by judgment, order, settlement, conviction or upon a plea of *nolo contendere* or its equivalent is not, of itself, determinative of the person’s failure to meet the standard of conduct described herein.

(c) The Corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that the person is or was an agent of the Corporation against expenses (including reasonable attorneys’ fees) actually and reasonably incurred by the person in connection with the defense or settlement of such action if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Corporation. No indemnification shall be made in respect of any claim, issue or matter as to which the person shall have been adjudged to be liable for negligence or misconduct in the performance of the person’s duty to the Corporation unless and only to the extent that the court in which the action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, the person is fairly and reasonably entitled to indemnity for such expenses as the court shall deem proper.

(d) To the extent that an agent has been successful on the merits or otherwise in defense of proceeding referred to in subsection (b) or (c), or in defense of any claim, issue or matter therein, the agent shall be indemnified by the Corporation against expenses (including reasonable attorneys’ fees) actually and reasonably incurred by the agent in connection therewith.

(e) Any indemnification under subsection (b) or (c) of this Article shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct set forth in subsection (b) or (c). The determination shall be made by (1) the Board of Directors by a majority vote of a quorum consisting of Directors who were not at the time parties to the proceeding; or (2) majority vote of a committee duly designated by the board consisting of two or more Directors not at the time parties of the proceeding, if a quorum is not obtainable; or (3) independent legal counsel selected by (1) or (2); or (4) the full Board of Directors if a quorum cannot be obtained under (1) or a committee appointed under (2); or (5) the court in which the proceeding is or was pending upon application made by the agent.

(f) Expenses incurred in defending any proceeding may be paid by the Corporation in advance of the final disposition of the proceeding upon (1) receipt of a written affirmation of the person's good faith belief that he has met the applicable standard of conduct under subsection (b) or (c) of this Article; (2) receipt of a written undertaking by or on behalf of the person to repay such amount if it shall ultimately be determined that the person did not meet the applicable standard of conduct; and (3) the Corporation making a determination that the facts then known would not preclude indemnification.

(g) The indemnification provided by this Article is not exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of disinterested Directors or otherwise, both as to action in a person's official capacity and as to action in another capacity while holding office, and shall continue as to a person who has ceased to be an agent and shall inure to the benefit of the heirs and personal representatives of such a person.

(h) The Corporation shall have the power to purchase and maintain insurance on behalf of any agent of the Corporation against any liability asserted against or incurred by the agent in any such capacity or arising out of the agent's status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article. Any such insurance may be procured from any insurance company designated by the Board of Directors, including any insurance company in which the Corporation shall have any equity or other interest through stock ownership or otherwise.

(i) This Article does not apply to any proceeding against any investment manager or other fiduciary of an employee benefit plan in such person's capacity, though such person may also be an agent of the employer corporation as defined in subsection (a). Nothing contained in this Article shall limit any right to indemnification to which a trustee, investment manager or other fiduciary may be entitled by contract or otherwise.

XII.
DISSOLUTION

Upon the dissolution or winding up of the Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation shall be

distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

XIII.
BYLAWS


The initial Bylaws of the Corporation are to be adopted by the Board of Directors. The Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted, by the Board of Directors as prescribed in the Bylaws.

XIV.
DEFINITIONS

The word "person" or any pronoun used in place thereof, where the context so requires or admits, shall include and mean individuals, firms, corporations, partnerships and associations. The singular includes and means the plural, or *vice versa*. Masculine, feminine, and neuter genders include or interchange each of the other genders as the context implies or requires.

I certify, under the penalties of Section 414D-12 of the Hawaii Revised Statutes, that I have read the above statements and that the same are true and correct.

Witness my hand this 24th day of August, 2023



ROBERT M. GEORGE
Incorporator



CITY COUNCIL
CITY AND COUNTY OF HONOLULU
530 SOUTH KING STREET, ROOM 202
HONOLULU, HAWAII 96813-3065
TELEPHONE: (808) 768-5010 • FAX: (808) 768-5011

KYMBERLY MARCOS PINE
COUNCILMEMBER, DISTRICT 1
TELEPHONE: (808) 768-5001
EMAIL: kmpine@honolulu.gov

February 14, 2019

Mr. Robert (Bobby) George
98-025 Hekaha Street, Bldg. 2, #22
Aiea, HI 96701

RE: Proposed Multi-Purpose Motorsports Facility

Dear Mr. George:

As Chair of the Zoning and Housing Committee of the Honolulu City Council, I would like to express my strong support for your proposed plans to develop a multi-purpose motorsports facility in Kalaeloa adjacent to the Kalaeloa Airport on industrial land currently managed by the Department of Hawaiian Homelands ("DHHL").

I understand the proposed plan is managed by a team led by yourself, an experienced local motorsports and automotive professional with a commitment to transparency and community input through your application process.

The project will also provide residents with access to recreation services that are lacking on O'ahu, and unlike other plans, this site is adequately zoned for the designated use.

Therefore, I strongly support your multi-purpose motorsports facility project as proposed, and ask the DHHL to look favorably on your application so that the project can be started as soon as possible. Thank you for this opportunity to share my support for this wonderful project that will benefit so many of Honolulu's residents in need.

With Aloha,

A handwritten signature in black ink that reads "Kymberly Marcos Pine". The signature is written in a cursive, flowing style.

Kymberly Marcos Pine
Councilmember, District 1

IRON WORKERS STABILIZATION FUND

September 24, 2018

Jobie Masagatani, Director
Department of Hawaiian Home Lands
Hale Kalaniana'ole
91-5420 Kapolei Parkway
Kapolei, Hawaii 96707

Dear Director Masagatani:

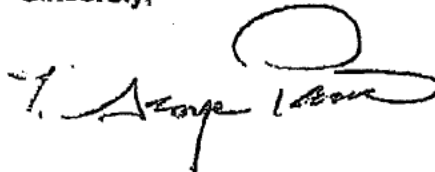
We strongly believe that a race track facility is needed on the island of Oahu for public safety. In January 5, 2006 an article in Honolulu Advertiser reported that Statewide fatality count in 2006 was 157 is 14.9% increase compared to the previous year. This year alone on Oahu we have had more 16 fatalities than last year to date.

We believe that if a racetrack was available there will be less racing on the road that equates to fewer accidents on the road. Additionally, the State Department of Transportation crash statistics reveal that in 2001, excessive speed contributed to 39% of Hawaii fatal crashes. In 2018, Honolulu alone had more than 41% of all injuries and death was caused by speeding. This was more common than substance abuse or drunk driving.

We also know that at the race track there will be educational programs that will teach drivers and students still in school on driving safety issues on and off the track. This will assist in alleviating any racing on public road ways and will lead to less injuries and fatalities.

In conclusion, we support BG Motorsports attempts to have a raceway on Oahu for public safety and to reduce serious injuries or fatalities.

Sincerely,



T. George Paris
94-497 Ukee Street
Waipahu, Hawaii 96797





MAKAKILO/KAPOLEI/HONOKAI HALE NEIGHBORHOOD BOARD NO. 34

c/o NEIGHBORHOOD COMMISSION • 530 SOUTH KING STREET, ROOM 406 • HONOLULU, HAWAII, 96813
TEL: (808) 768-3710 • FAX: (808) 768-3711 • INTERNET: <http://www.honolulu.gov/nco>

12 December 2018

From Chair Pro Tem D. Kalani Capelouto, Makakilo-Kapolei-Honokai Hale Neighborhood Board # 34

To Mr. Bobbie George SR., BG Motorsports

Copy to: Mayor Kirk Caldwell, City and County of Honolulu

City and County of Honolulu, City Council

Department of Hawaiian Homelands (DHHL)

Honorable Representative Sharon Har

Honorable Senator Mike Gabbard

Subject: Community Letter of Support for Racetrack Facility on Parcel # 9, Kalaeloa

Thank you for your presentation on the proposed racetrack facility on Parcel # 9. You have adequately answered the questions and concerns of the community, in an open forum for discussion. We appreciate your responses to concerns and allowing us to debate the pros and cons of a facility and the proper placement in our community (which affects us all).

We, the elected community board of Kapolei-Makakilo-Honokai Hale voted unanimously, on 11-28-2018 to support the installation of a multi-venue racing facility on Parcel # 9, in Kalaeloa (south western edge of the Barber's Point runway).

Please feel free to contact us if you have any question or concerns.

Respectfully,

Chair Pro Tem D. Kalani Capelouto, Neighborhood Board # 34

808-778-2222 (cell)



HOUSE OF REPRESENTATIVES

STATE OF HAWAII
STATE CAPITOL
HONOLULU, HAWAII 96813

November 30, 2018

Department of Hawaiian Home Lands
91-5420 Kapolei Parkway
Kapolei, Hawaii 96707

Subject: BG Motorsports Facility Recommendation

To Whom It May Concern:

It is with great pleasure that I submit this letter of recommendation on behalf of Bobby George and BG Motorsports. As the state representative of the 42nd District in the State of Hawaii – Kapolei, Makakilo and, prior to reapportionment, the state representative of the 40th District – Kapolei, Makakilo, Royal Kunia, Kalaeloa, I can attest that our island needs a dedicated racetrack. The BG Motorsports' facility would be a welcome addition to Kalaeloa.

Since the closure of Hawaii Raceway Park in 2006, there has been a gap in the driving community, whether in drag or track racing, driver education and safety, or advanced pursuit training for law enforcement. A motorsports facility in Kalaeloa will provide a safe place for our youth to meet. There, they can race in a controlled environment and learn how to safely race in a regulated arena instead barreling through our streets. A dedicated facility can provide family-friendly entertainment and alternatives to the community as well.

I highly recommend that DHHL lease the land on parcel 9 that BG Motorsports needs to construct and operate a motorsports facility. Not only do I believe that our island needs a dedicated racing facility, but also that BG Motorsports possesses the passion and community support necessary to make this facility a success. Should you have any further questions, please feel free to contact me at 586-8500.

Aloha,

Sharon E. Har
Hawaii State Representative
District 42 – Kapolei, Makakilo

Representative Sharon E. Har, District 42
Kapolei, Makakilo
Hawaii State Capitol, Room 418 / Honolulu, HI 96813
Phone: (808) 586-8500 / E-Mail: repshar@capitol.hawaii.gov



HOUSE OF REPRESENTATIVES

STATE OF HAWAII
STATE CAPITOL
HONOLULU, HAWAII 96813

Wednesday, December 5, 2018

Department of Hawaiian Home Lands
PO Box 1879
Honolulu, HI 96805

RE: Recommendation of BG Motorsports

Aloha:

There should be no question of IF Oahu needs a motor speedway. Constituents in my community report cars zooming past their homes at all hours of the day. There is a strong desire in Ewa Beach for a motor speedway and residents believe it will make our streets safer. I agree.

As to the question of WHO should open a motor speedway on Oahu, I couldn't be happier to recommend BG Motorsports. I have met with Bobby George Sr. personally and can vouch for his knowledge of the industry, organizational skills, and work ethic. I recommend BG Motorsports be the company to open the motor speedway.

I have been impressed with BG Motorsports's well thought out project plan, their ability to rally support, and their perseverance through this lengthy process. I assure you their commitment to the project is without question.

Please let me know if I can do anything to help move this project forward.

With much aloha,

A handwritten signature in black ink that reads "Bob McDermott".

Bob McDermott
State Representative
Ewa Beach, Iroquois Point, Ewa by Gentry
(808) 586-9730
repmcdermott@capitol.hawaii.gov





HOUSE OF REPRESENTATIVES

STATE OF HAWAII
STATE CAPITOL
HONOLULU, HAWAII 96813

December 1, 2018

Aloha!

Since the closing of the race track in Kapolei West Oahu twelve years ago, some of the racers have taken their speed to our streets. The racers need a safe place to go.

The racing industry also suffers a substantial economic down turn for small auto shop owners because of the loss of car part revenues. The auto shop owners need an economic boost.

Bobby George, experienced in the race industry and a successful small business owner is pursuing the possibility of building a race track on Oahu. I support his efforts and wish him success.

Sincerely,

A handwritten signature in black ink, appearing to read "Stacelynn K.M. Eli".

Stacelynn K.M. Eli



REPRESENTATIVE CEDRIC GATES
HOUSE OF REPRESENTATIVES
STATE OF HAWAII
HAWAII STATE CAPITOL
ROOM 311
HONOLULU, HAWAII 96813

December 12, 2018

Robert George
Chief Executive Officer
BG MOTORSPORTS INC.
98-025 Hekaha St Bldg. 2, #22
Aiea, Hawaii 96701

Re: Letter in Support of BG MOTORSPORTS INC.

Aloha Mr. George

It is my pleasure to provide you with this letter in support of BG MOTORSPORTS INC. and its current mission to construct a motorsports facility on the island of O'ahu.

From its inception, BG MOTORSPORTS has had strong ties within Hawaii's automotive community by providing its customers with high quality, locally operated services. It has also garnered a great deal of support from fellow business owners within Hawaii's motorsports industry, including the very few entities that have had the rare experience of operating a raceway tracks in the State of Hawai'i.

With your 50 years of service in the automotive industry and your experience in managing racing venues, I am confident that you will provide the necessary institutional knowledge and leadership that BG MOTORSPORTS will need to fulfil its mission in providing O'ahu residents with a safe environment to learn, practice, and participate in legal motorsport activities.

I know your team will continue to do well and I am very confident you will fulfill the objectives of this project.

With Aloha,

A handwritten signature in cursive script, appearing to read "Cedric Gates".

Representative Cedric Gates



- Government Employees Insurance Company
- GEICO General Insurance Company
- GEICO Indemnity Company
- GEICO Casualty Company

TIMOTHY M. DAYTON, CPCU, GENERAL MANAGER ALASKA & HAWAII
711 Kapiolani Blvd., Suite 300 ■ Honolulu, HI 96813-5238 ■ Email: tdayton@geico.com
Direct: (808) 593-1875 ■ FAX (808) 593-1876 ■ Cell: (808) 341-9252

November 8, 2018

Jobie Masagatani, Chair
Hawaiian Homes Commission
Department of Hawaiian Home Lands
Hale Kalaniana'ole
91-5420 Kapolei Parkway
Kapolei, Hawaii 96707

Re: Proposed Oahu Motorsports Facility

Dear Ms. Masagatani,

GEICO is the largest insurer of automobiles in Hawaii. Over 37% of Hawaii households insure their auto with GEICO. As such we handle thousands of accident claims every year. Many of these accidents are unavoidable but some of the worst ones result from street racing and many of those could be avoided. Oahu has been without an official racetrack for over 12 years now. As a consequence of this void, racing is taking place on our street and highways and we see the resulting accidents including the innocent victims who were not participating in the illegal racing activities.

GEICO fully supports the efforts of BG Motorsports and the proposed motorsports facility as an investment in the safety and well-being of all motorists.

Thank you for your consideration.

Sincerely,

Timothy M. Dayton, CPCU