

Athens, WV 24712

CONSTITUTION

ARTICLE I
NAME

This organization shall be known as the Southern West Virginia Road Runners Club, a non-profit organization.

ARTICLE II
PURPOSE

Section 1: The purpose of this Club is to promote and encourage road running in our geographical area; to promote high standards of physical fitness which come with road running; to encourage the fellowship of road runners; to maintain high ethical standards in road running; to foster the spirit of sportsmanship and fair play; and to encourage and assist the development of young athletes.

Section 2: Membership in the Club is open to all who have an interest in road running, regardless of age, sex, ethnic origin or ability.

ARTICLE III
OFFICERS

Section 1: The officers of the Club shall be President, Vice President, Secretary, and Treasurer. The officers for each calendar year shall be elected at the last meeting of the preceding calendar year, which shall be designated the Annual Meeting. They shall serve for a period of one year, with the term to begin on January 1 of each year.

Section 2: The Board of Directors, duties of the officers, applications for membership, schedule of meetings, and such regulations as may be necessary shall be provided by the By-Laws.

Section 3: An individual may hold more than one office; however, the offices of President and Treasurer or offices of President and Secretary shall not be combined.

BURTON & GOAD
ATTORNEYS AT LAW
1460 MAIN STREET

ARTICLE IV
AMENDMENTS OF CONSTITUTION

Section 1: The Constitution may be amended at the Annual Meeting by a majority vote of those present and voting.

Section 2: A request to amend the Constitution shall be submitted in writing to the Board of Directors at least thirty days prior to the Annual Meeting. The Board of Directors shall notify the members in writing of the proposed amendment at least ten days prior to the Annual Meeting.

Adopted August 7, 1988

BY-LAWS

ARTICLE I
PRESIDENT

Section 1: The President shall call and preside at all meetings. The President shall represent the Club at meetings of other organizations, and shall take the leadership role in the scheduling and conduct of road races.

ARTICLE II
VICE-PRESIDENT

Section 1: The Vice President shall perform the duties of the President when the President is absent.

Section 2: The Vice President shall assist the President in the scheduling and conduct of road races and other events.

ARTICLE III
SECRETARY

Section 1: The Secretary shall maintain a record of meetings of the Club, and shall assist the President in representing the Club at meetings of other organizations.

Section 2: The Secretary shall arrange for required printing, and shall maintain a file of correspondence. Correspondence shall be initiated at the direction of the Board of Directors or the President.

Section 3: In the absence of the Secretary, the President shall appoint an Acting Secretary.

ARTICLE IV
TREASURER

Section 1: The Treasurer shall receive all dues and fees, shall maintain a financial record of all receipts and expenditures, and shall maintain all funds

on hand in a bank account approved by the Board of Directors.

Section 2: The Treasurer is authorized to sign all checks for payments by the Club. Any checks in the amount of \$500.00 or more shall be co-signed by the President.

Section 3: The Treasurer shall make a financial report at the Annual Meeting.

ARTICLE V BOARD OF DIRECTORS

Section 1: There shall be a Board of Directors of the Club, which shall consist of the President, Vice President, Secretary, Treasurer, and three members-at-large, to be elected at the Annual Meeting. The Board of Directors shall act for the Club in the interim between Annual Meetings and other full membership meetings. A meeting of the Board of Directors may be called by the President or by a majority of the members of the Board.

Section 2: The Board of Directors shall establish a schedule of meetings, road races, and other events for the calendar year following the Annual Meeting, and shall cause the membership to be informed of such activities.

Section 3: The Board of Directors shall consider written complaints presented to it concerning improper conduct of members.

ARTICLE VI MEMBERSHIP

Section 1: The Club shall consist of active members only.

Section 2: Application for membership shall be made by the candidate filing an application form with the Treasurer, accompanied by the proper amount for dues. Membership may be held by individuals or family units. The Treasurer shall inform the Secretary of applications received in order to maintain a membership list.

Section 3: The amount of annual dues shall be established from time to time by the Board of Directors.

Section 4: Dues for renewal of membership shall be paid by March 1 each year, or membership will be terminated. Membership may be re-established by the payment of renewal dues. New memberships may be established at any time.

ARTICLE VII QUORUM AND VOTING

Section 1: One-third of the active membership shall constitute a quorum for the purpose of transacting business of the Club. Four members of the Board of Directors shall constitute a quorum for the purpose of acting on Board matters.

Section 2: Each member of the Club in good standing is entitled to vote on matters that come before the Club for a decision. A simple majority of those present and voting is required for positive action.

ARTICLE VIII MEETINGS

Section 1: The Club shall have sufficient meetings from time to time to allow it to act on necessary business. The Annual Meeting shall be the last meeting of the calendar year and following the normal road racing season. Meetings of the Club may be called by the President or by a majority of the Board of Directors.

ARTICLE IX DISSOLUTION

Section 1: If, through lack of interest, governmental action, or other reason it may become desirable or necessary to dissolve the Club, dissolution may be declared by a majority vote of the Board of Directors. In the event of dissolution, the cash and other assets of the club which are non-profit shall be donated to similar non-profit organizations in the area that promote running or physical fitness or to not-for-profit volunteer fire department or rescue squads. Distribution of assets shall be determined by the Board of Directors.